

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> , ¹)	Case No. 18-23538 (RDD)
Debtors.)	(Jointly Administered)

**SUMMARY OF THIRD INTERIM FEE APPLICATION OF PRIME CLERK LLC,
AS ADMINISTRATIVE AGENT TO THE DEBTORS, FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM JULY 1, 2019 THROUGH OCTOBER 31, 2019**

Name of Applicant:	Prime Clerk LLC
Authorized to Provide Services as:	Administrative Agent
Date of Retention:	November 19, 2018 <i>nunc pro tunc</i> to October 15, 2018
Period for which compensation and reimbursement is sought:	July 1, 2019 through October 31, 2019 (“ Interim Fee Period ”)
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$446,260.50

¹The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Amount of Expense Reimbursement Sought: \$4,801.46

**Total Amount of Fees and Expense Reimbursement
Sought as Actual, Reasonable and Necessary \$451,061.96**

This is an: _____ monthly X interim _____ final application.

Prior Interim Fee Applications

DATE FILED; ECF NO.	PERIOD COVERED	REQUESTED TO BE PAID		PAID	
		Fees	Expenses	Fees (100%)	Expenses (100%)
4/15/19; ECF No. 3196	10/15/18 – 2/28/19	\$981.75	\$0.00	\$981.75	\$0.00
8/14/19; Docket No. 4840	3/1/19 – 6/30/19	\$30,579.85	\$0.00	\$30,579.85	\$0.00
TOTAL		\$31,561.60	\$0.00	\$31,561.60	\$0.00

Prior Monthly Fee Statements Filed During the Interim Fee Period

Date Filed; Docket No.	Period Covered	Requested		Approved		Holdback (20%)
		Fees	Expenses	Fees	Expenses	
8/30/19; Docket No. 5039	7/1/19 – 7/31/19	\$207,219.25 (payment of 80% or \$165,775.40)	\$1,149.47	\$165,775.40 (80% of \$207,219.25)	\$1,149.47	\$41,443.85
9/27/19; Docket No. 5245	8/1/19 – 8/31/19	\$150,629.50 (payment of 80% or \$120,503.60)	\$2,160.76	\$120,503.60 (80% of \$150,629.50)	\$2,160.76	\$30,125.90
10/30/19; Docket No. 5530	9/1/19 – 9/30/19	\$56,787.85 (payment of 80% or \$45,430.28)	\$1,174.35	\$45,430.28 (80% of \$56,787.85)	\$1,174.35	\$11,357.57
11/27/19; Docket No. 6107	10/1/19 – 10/31/19	\$31,623.90 (payment of 80% or \$25,299.12)	\$316.88	\$25,299.12 (80% of \$31,623.90)	\$316.88	\$6,324.78

Summary of Hours Billed by Prime Clerk Employees During the Interim Fee Period

Prime Clerk Employee	Position of the Applicant	Total Hours	Hourly Rate	Total Fees Requested
Johnson, Craig	Director of Solicitation	124.20	\$240.00	\$29,808.00
Pullo, Christina	Director of Solicitation	9.60	\$240.00	\$2,304.00
Sharp, David	Director of Solicitation	1.00	\$240.00	\$240.00
Adler, Adam M	Director	3.00	\$220.00	\$660.00
Dubin, Mariah	Director	1.30	\$220.00	\$286.00
Faust, Georgia L	Director	8.60	\$220.00	\$1,892.00

Jaffar, Amrita	Director	8.50	\$220.00	\$1,870.00
Weiner, Shira D	Director	5.80	\$220.00	\$1,276.00
Allen, Richard M	Director	3.30	\$210.00	\$693.00
Bishop, Brandon N	Director	27.00	\$210.00	\$5,670.00
Adjei, Abigail	Solicitation Consultant	7.20	\$215.00	\$1,548.00
Andrade, Raul F	Solicitation Consultant	139.60	\$215.00	\$30,014.00
Awkward, Kathy A	Solicitation Consultant	7.10	\$215.00	\$1,526.50
Baek, Wooju E.	Solicitation Consultant	15.00	\$215.00	\$3,225.00
Brito, Joshua J	Solicitation Consultant	148.80	\$215.00	\$31,992.00
Brown, Mark M	Solicitation Consultant	125.00	\$215.00	\$26,875.00
Carpenter, Mary J	Solicitation Consultant	4.40	\$215.00	\$946.00
Cerro, Angela M	Solicitation Consultant	10.70	\$215.00	\$2,300.50
Chan, Anita	Solicitation Consultant	25.30	\$215.00	\$5,439.50
Charles, Robin A	Solicitation Consultant	88.60	\$215.00	\$19,049.00
Chen, Isabella Hong	Solicitation Consultant	30.10	\$215.00	\$6,471.50
Christie, Zakiya O	Solicitation Consultant	15.00	\$215.00	\$3,225.00
Crowell, Messiah L	Solicitation Consultant	46.20	\$215.00	\$9,933.00
De Souza, Delicia	Solicitation Consultant	28.50	\$215.00	\$6,127.50
DePalma, Greg R	Solicitation Consultant	111.90	\$215.00	\$24,058.50
Diaz, Melissa	Solicitation Consultant	117.70	\$215.00	\$25,305.50
Dominguez, Jean-Pierre	Solicitation Consultant	86.60	\$215.00	\$18,619.00
Faulkner, Ahsaan J	Solicitation Consultant	12.40	\$215.00	\$2,666.00
Flores, Xavi	Solicitation Consultant	0.40	\$215.00	\$86.00
Franklin, Tiffany D	Solicitation Consultant	7.10	\$215.00	\$1,526.50
Gillard, Savanah R	Solicitation Consultant	20.00	\$215.00	\$4,300.00
Gomez, Joel J	Solicitation Consultant	1.30	\$215.00	\$279.50
Grant, Nikeisha Ann-Marie	Solicitation Consultant	43.80	\$215.00	\$9,417.00
Henegan, Nazir	Solicitation Consultant	27.70	\$215.00	\$5,955.50
Higgins, Sebastian V	Solicitation Consultant	0.70	\$215.00	\$150.50
Holloway, Jessica D	Solicitation Consultant	0.40	\$215.00	\$86.00
Huang, Danny	Solicitation Consultant	0.50	\$215.00	\$107.50
Hunter, Yovonda B	Solicitation Consultant	88.00	\$215.00	\$18,920.00
Jadonath, Anna	Solicitation Consultant	2.40	\$215.00	\$516.00
Jarret, Kristen D.	Solicitation Consultant	39.50	\$215.00	\$8,492.50
Jones, Shunte Monique	Solicitation Consultant	11.70	\$215.00	\$2,515.50
Kaufman, Craig M	Solicitation Consultant	24.80	\$215.00	\$5,332.00
Kesler, Stanislav	Solicitation Consultant	399.30	\$215.00	\$85,849.50
Korniewicz, Sara A	Solicitation Consultant	23.00	\$215.00	\$4,945.00
Labissiere, Pierre	Solicitation Consultant	159.50	\$215.00	\$34,292.50
Liu, Calvin L	Solicitation Consultant	96.80	\$215.00	\$20,812.00
Lonergan, Senan L	Solicitation Consultant	19.20	\$215.00	\$4,128.00

Ma, Sharon	Solicitation Consultant	5.80	\$215.00	\$1,247.00
Madueno, Cristina	Solicitation Consultant	1.30	\$215.00	\$279.50
Mattana, Maxine R.	Solicitation Consultant	11.60	\$215.00	\$2,494.00
Nnani, Obinna I	Solicitation Consultant	16.10	\$215.00	\$3,461.50
Orchowski, Alex T	Solicitation Consultant	36.00	\$215.00	\$7,740.00
Pagan, Chanel	Solicitation Consultant	8.30	\$215.00	\$1,784.50
Pamisa, Jhimson R	Solicitation Consultant	1.20	\$215.00	\$258.00
Pierce, Adrian J	Solicitation Consultant	54.80	\$215.00	\$11,782.00
Quinn, Tim	Solicitation Consultant	0.50	\$215.00	\$107.50
Reyes, Erica D	Solicitation Consultant	65.80	\$215.00	\$14,147.00
Reyes, Exmelihn X	Solicitation Consultant	26.40	\$215.00	\$5,676.00
Richards, Kira K	Solicitation Consultant	1.50	\$215.00	\$322.50
Romulus, Diamond C.	Solicitation Consultant	2.60	\$215.00	\$559.00
Salazar, Juan T	Solicitation Consultant	4.50	\$215.00	\$967.50
Salguero, Elcida V	Solicitation Consultant	1.10	\$215.00	\$236.50
Sandoval, Melania M	Solicitation Consultant	38.90	\$215.00	\$8,363.50
Shigarev, Richard	Solicitation Consultant	172.80	\$215.00	\$37,152.00
Taatjes, Hayden S	Solicitation Consultant	5.60	\$215.00	\$1,204.00
Tall, Babacar	Solicitation Consultant	120.70	\$215.00	\$25,950.50
Taveras, Neurys Gricelyn	Solicitation Consultant	0.80	\$215.00	\$172.00
Vyskocil, Ryan J	Solicitation Consultant	37.60	\$215.00	\$8,084.00
Walsh, Mike P	Solicitation Consultant	5.10	\$215.00	\$1,096.50
Yan, Raymond	Solicitation Consultant	12.30	\$215.00	\$2,644.50
Ye, Jing Wei	Solicitation Consultant	49.50	\$215.00	\$10,642.50
Zambrano, Jose Brian	Solicitation Consultant	51.60	\$215.00	\$11,094.00
Zhen, Samantha	Solicitation Consultant	1.40	\$215.00	\$301.00
Rodriguez, Nelson J	Senior Consultant	0.60	\$185.00	\$111.00
Washington, Sedahri K	Consultant	0.40	\$175.00	\$70.00
De Souza, Delicia	Consultant	0.50	\$125.00	\$62.50
Senecal, Brian A	Technology Consultant	8.90	\$70.00	\$623.00
Gomez, Christine	Technology Consultant	20.90	\$55.00	\$1,149.50
Lim, Rachel	Technology Consultant	20.00	\$55.00	\$1,100.00
Singh, Kevin	Technology Consultant	57.10	\$55.00	\$3,140.50
Conteh, Omaru	Technology Consultant	25.20	\$45.00	\$1,134.00
Reyes, Ronald A	Technology Consultant	13.90	\$45.00	\$625.50
TOTAL		3,059.80		\$637,515.00²
	BLENDED RATE		\$208.35	

² This amount has been discounted to \$446,260.50 in accordance with the terms of Prime Clerk's retention. Taking into account this discount, the blended hourly rate is \$145.85.

Summary of Hours Billed by Subject Matter During the Interim Fee Period

Matter Description	Total Hours	Total Fees Requested
Ballots	2,382.90	\$488,723.00
Call Center / Creditor Inquiry	319.40	\$68,815.50
Corporate Actions	45.20	\$10,085.50
Disbursements	2.60	\$559.00
Retention / Fee Application	7.60	\$1,652.50
Solicitation	302.10	\$67,679.50
TOTAL	3,059.80	\$637,515.00³

Summary of Expenses Incurred During the Interim Fee Period

Description	Total Expenses Requested
After Hours Transportation	\$3,836.94
Overtime Meals	\$892.52
Telephonic Hearings	\$72.00
Total:	\$4,801.46

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³ This amount has been discounted to \$446,260.50 in accordance with the terms of Prime Clerk's retention.

**UNITED STATES BANKRUPTCY COURT
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In re:)	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> , ¹)	Case No. 18-23538 (RDD)
Debtors.)	(Jointly Administered)

**THIRD INTERIM FEE APPLICATION OF PRIME CLERK LLC,
AS ADMINISTRATIVE AGENT TO THE DEBTORS, FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM JULY 1, 2019 THROUGH OCTOBER 31, 2019**

Prime Clerk LLC (“**Prime Clerk**”), administrative agent to Sears Holdings Corporation and certain of its affiliates as debtors and debtors in possession (collectively, the “**Debtors**”), files this third interim fee application (the “**Application**”), pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Rules (the “**Local Bankruptcy Rules**”) of the United States Bankruptcy Court for the Southern District of New York (the “**Court**”) and the *Order Authorizing Procedures for Interim Compensation and*

¹The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Reimbursement of Expenses of Professionals [Docket No. 796] (the “**Compensation Order**”), for payment of compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection with such services for the interim period from July 1, 2019 through October 31, 2019 (the “**Interim Fee Period**”). In support of the Application, Prime Clerk respectfully represents as follows:

Jurisdiction

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the Amended Standing Order Reference of the United States District Court for the Southern District of New York, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The predicates for the relief requested herein are sections 327, 330 and 331 of the Bankruptcy code, Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-1 and the Compensation Order.

Background

3. On October 15, 2018 (the “**Commencement Date**”), each of the Debtors filed a voluntary petition with the Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On October 16, 2018, this Court entered an order jointly administering these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). An official committee of unsecured creditors was appointed in these chapter 11 cases on October 24, 2018. On April 22, 2019, the Court entered an order appointing an independent fee examiner [Docket No. 3307].

Retention of Prime Clerk

4. On November 19, 2018, the Court entered the *Order Pursuant to 11 U.S.C. § 327(a), Bankruptcy Rules 2014(a) and 2016(a), and Local Rules 2014-1 and 2016-1 Authorizing Retention and Employment of Prime Clerk LLC as Administrative Agent for the Debtors Nunc Pro Tunc to the Commencement Date* [Docket No. 812], which authorized the Debtors to employ and retain Prime Clerk as administrative agent *nunc pro tunc* to the Commencement Date in these chapter 11 cases.

Relief Requested

5. By this Application, Prime Clerk seeks allowance on an interim basis of compensation for professional services rendered to the Debtors during the Interim Fee Period in the aggregate amount of \$446,260.50 and for reimbursement of actual and necessary expenses incurred in connection with the rendering of such services in the aggregate amount of \$4,801.46, for a total aggregate amount of \$451,061.96. Itemized invoices for the Interim Fee Period are attached hereto as **Exhibit A**.

Monthly Compensation

6. Pursuant to the Compensation Order, Prime Clerk has previously submitted a description of the hours it spent rendering services to the Debtors during the Interim Fee Period and a request for allowance and payment of fees and expenses related to such services in its (i) *Monthly Fee Statement of Prime Clerk LLC, as Administrative Agent to the Debtors, for the Period from July 1, 2019 through July 31, 2019* [Docket No. 5039], (ii) *Monthly Fee Statement of Prime Clerk LLC, as Administrative Agent to the Debtors, for the Period from August 1, 2019 through August 31, 2019* [Docket No. 5245], (iii) *Monthly Fee Statement of Prime Clerk LLC, as Administrative Agent to the Debtors, for the Period from September 1, 2019 through September,*

2019 Docket No. 5530], and (iv) *Monthly Fee Statement of Prime Clerk LLC, as Administrative Agent to the Debtors, for the Period from October 1, 2019 through October 31, 2019* [Docket No. 6107] (each, a “**Monthly Fee Statement**,” and collectively, the “**Monthly Fee Statements**”).

7. All services for which compensation has been requested by Prime Clerk during the Interim Fee Period were performed for or on behalf of the Debtors. The fees and disbursements sought by this Application do not include any fees or disbursements that have been sought for services provided by Prime Clerk under the Notice and Claims Agent Retention Order², which provides for separate procedures for the payment of such fees and disbursements. Similarly, no fees or disbursements for services provided to the Debtors under the Notice and Claims Agent Retention Order has been sought by the Monthly Fee Statements or is being sought hereby.

8. Lastly, except to the extent of the advance paid to Prime Clerk (as described in the Prime Clerk LLC Engagement Letter between Prime Clerk and the Debtors) and payment of the fees and disbursements sought in the Monthly Fee Statements, Prime Clerk has neither sought nor received any payment or promises for payment from any source during the Interim Fee Period in connection with the matters described in this Application. Also, there is no agreement or understanding between Prime Clerk and any other person, other than the affiliates, partners, managers, directors and employees of Prime Clerk, for sharing of the compensation to be received for services rendered to the Debtors in these chapter 11 cases.

Summary of Professional Services Rendered

9. The professional services that Prime Clerk rendered during the Interim Fee Period are grouped by subject matter and summarized as follows:

² The Notice and Claims Agent Retention Order is that certain *Order Pursuant to 11 U.S.C. § 105(a), 28 U.S.C. § 156(c), and Local Rule 5075-1 Appointing Prime Clerk LLC as Claims and Noticing Agent for the Debtors*, entered by the Court on October 16, 2018 [Docket No. 113].

- **Ballots**

Fees: \$488,723.00;³ Hours: 2,382.90

Ballots services included processing incoming ballots, including receiving, reviewing and analyzing incoming ballots for timeliness and validity, inputting ballots into the voting database and auditing same, and providing technical support for processing of electronically filed ballots.

- **Call Center / Credit Inquiry**

Fees: \$68,815.50; Hours: 319.40

Call Center / Credit Inquiry services provided included: (i) reviewing and responding to inquiries from creditors and nominees regarding the solicitation process, including the voting procedures, tabulation, and distributions; (ii) reviewing and revising the communications plan; (iii) preparing frequently asked questions for use in connection with solicitation inquiries and preparing related responses; (iv) performing quality assurance review of IVR and responses to frequently asked questions; (v) responding to creditor inquiries regarding the administrative expense claim settlement opt-out; and (vi) conferring and coordinating among the Prime Clerk case team regarding responses to opt-out inquiries.

- **Corporate Actions**

Fees: \$10,085.50; Hours: 45.20

Corporate Actions services provided included: (i) reviewing and responding to inquiries from Debtors' counsel regarding the opt-outs; (ii) reviewing the administrative expense claim opt-out form and providing comments thereto to Debtors' counsel; (iii) conferring and coordinating among the Prime Clerk case team regarding the opt-out, including processing forms

³ This amount and all other fee amounts indicated in paragraph 9 do not reflect the applied discount.

and related logistics; (iv) preparing procedures for processing and reporting to Debtors' counsel regarding the opt-out forms; (v) conferring with Debtors' counsel regarding the opt-out timeline; (vi) reviewing and analyzing the opt-out procedures for use in connection with collection and processing of elections; (vii) preparing customized opt-out forms; (viii) processing incoming opt-out forms; and (ix) creating and formatting the preliminary opt-out report for circulation to case professionals.

- **Disbursements**

Fees: \$559.00; Hours: 2.60

Disbursements services provided included reviewing vote tabulations in anticipation of disbursements and conferring and coordinating among the Prime Clerk case team and Debtors' counsel regarding disbursements.

- **Retention / Fee Application**

Fees: \$1,652.50; Hours: 7.60

Retention / Fee Application services provided included drafting, revising and finalizing the Monthly Fee Statements and Prime Clerk's interim fee application filed at Docket No. 4840.

- **Solicitation**

Fees: \$67,679.50; Hours: 302.10

Solicitation services provided included: (i) conferring and coordinating among the Prime Clerk case team regarding solicitation matters and related logistics; (ii) responding to inquiries from Debtors' counsel related to the solicitation process and related matters, including balloting, voting mechanics, tabulation, and voting reports; (iii) reviewing the solicitation materials and procedures to be utilized in tabulating votes on the Plan and conferring among the

Prime Clerk case team and Debtors' counsel regarding matters related thereto; (iv) tabulating votes on the Plan and performing quality assurance review of same; (v) creating and formatting the numerous preliminary voting reports for circulation to case professionals; (vi) updating Prime Clerk's proprietary database to reflect tabulation of votes on master ballots; (vii) preparing, reviewing and revising the voting declaration and performing quality assurance review with respect thereto; (viii) coordinating among the Prime Clerk case team and Debtors' counsel regarding the voting declaration and comments thereto; (ix) preparing the exhibits to the voting declaration; (x) conferring with Debtors' counsel regarding the confirmation hearing and related matters, including timing, the Prime Clerk declarant, and hearing logistics; (xi) finalizing the voting reports, voting declaration and exhibits; (xii) preparing for the confirmation hearing, including reviewing voting results, valid and invalid ballots, confirmation objections, and the voting declaration; and (xiii) traveling to and participating in the confirmation hearing and continued confirmation hearing.

Summary of Expenses Incurred

10. In rendering the services described herein, Prime Clerk incurred actual and necessary expenses in the aggregate amount of \$4,801.46 during the Interim Fee Period for after-hours transportation, overtime meals, and telephonic participation in hearings. Attached hereto as **Exhibit B** is a list of expenses incurred by Prime Clerk employees during the Interim Fee Period.

**Prime Clerk's Requested Fees and
Reimbursement of Expenses Should Be Allowed by this Court**

11. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered ... and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 sets forth the criteria for the award of compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded ... the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (e) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (f) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amounts requested by Prime Clerk are fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the rates charged for such services, (d) the nature and extent of the services rendered, (e) the value of such services and (f) the costs of comparable services other than in a case under this title.

13. In addition, Prime Clerk's hourly rates are set at a level designed to fairly compensate Prime Clerk for the work of its professionals and to cover routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions and are consistent with the rates charged elsewhere.

14. Lastly, Prime Clerk maintains computerized records of the time spent by employees of Prime Clerk in connection with its role as administrative agent to the Debtors. Exhibit A hereto: (i) identifies the employee that rendered services in each task category; (ii) describes each service

such employee performed; (iii) sets forth the number of hours in increments of one-tenth of an hour spent by each individual providing services; and (iv) as applicable, lists the amount and type of expenses incurred.

Allowance of Compensation and Reimbursement of Expenses

15. Prime Clerk requests that it be allowed, on an interim basis, compensation for professional services rendered and reasonable and necessary expenses incurred during the Interim Fee Period in the aggregate amount of \$446,260.50 and \$4,801.46, respectively, for a total aggregate amount of \$451,061.96. It is possible that some time expended or expenses incurred during the Interim Fee Period are not reflected in this Application. Prime Clerk reserves the right to include such amounts in future fee applications.

Certification of Compliance and Waiver

16. The undersigned has reviewed the requirements of Rule 2016-1 of the Local Rules and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-1, Prime Clerk believes that such deviations are not material and respectfully requests that any such requirements be waived.

Notice

17. Pursuant to the Compensation Order, this Application will be served upon the Fee Notice Parties (as defined in the Compensation Order). Prime Clerk submits, in light of the relief requested, no other or further notice is necessary.

Conclusion

WHEREFORE, Prime Clerk respectfully requests that the Court enter an order: (i) granting Prime Clerk interim allowance of compensation for professional services rendered in the aggregate

amount of \$446,260.50, which represents 100% of the total compensation for professional services rendered by Prime Clerk during the Interim Fee Period; (ii) granting Prime Clerk reimbursement of \$4,801.46 for 100% of the actual and necessary costs and expenses incurred by Prime Clerk during the Interim Fee Period; (iii) authorizing and directing the Debtors to pay Prime Clerk \$451,061.96 (less any amounts previously paid) for professional services rendered and for actual and necessary expenses; and (iv) granting such other and further relief as is just and proper.

Dated: December 13, 2019
New York, New York

/s/ Shira D. Weiner
Shira D. Weiner
General Counsel
Prime Clerk LLC
830 Third Avenue, 9th Floor
New York, New York 10022
Phone: (212) 257-5450
sweiner@primeclerk.com

Administrative Agent to the Debtors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
SEARS HOLDINGS CORPORATION, <i>et al.</i> , ¹)	Case No. 18-23538 (RDD)
Debtors.)	(Jointly Administered)

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF
THIRD INTERIM FEE APPLICATION OF PRIME CLERK LLC,
ADMINISTRATIVE AGENT TO THE DEBTORS, FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM JULY 1, 2019 THROUGH OCTOBER 31, 2019**

I, Shira D. Weiner, hereby certify that:

1. I am the General Counsel of Prime Clerk LLC (“**Prime Clerk**”), administrative agent to Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”).

2. This certification is made in respect of Prime Clerk’s compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York

¹The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Bankruptcy Cases, effective as of February 5, 2013 (as adopted by General Order M-447) (the “**Local Guidelines**”), and the U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330 effective January 30, 1996 (the “**UST Guidelines**” together with the Local Guidelines, the “**Fee Guidelines**”), in connection with Prime Clerk’s interim fee application (the “**Application**”) for allowance and approval of compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection with such services for the period from July 1, 2019 through October 31, 2019 (the “**Interim Fee Period**”).

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- (a) I have read the Application;
- (b) to the best of my knowledge, information and belief formed after reasonable inquiry, the fees and expenses sought fall within the Fee Guidelines;
- (c) the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by Prime Clerk and generally accepted by Prime Clerk’s clients; and
- (d) in seeking the reimbursement of expenses described in the Application, Prime Clerk did not make a profit on those services, whether performed by Prime Clerk in-house or through a third party.

4. In respect of Section B.2 of the Local Guidelines, I certify that Prime Clerk has provided the U.S. Trustee, the Debtors and their attorneys, and counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) with a statement of Prime Clerk’s fees and expenses accrued during the Interim Fee Period.

5. In respect of Section B.3 of the Local Guidelines, I certify that the Debtors, its attorneys, counsel to the Committee and the U.S. Trustee are each being provided with a copy of the Application.

6. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: December 13, 2019
New York, New York

/s/ Shira D. Weiner

Shira D. Weiner
General Counsel
Prime Clerk LLC
830 Third Avenue, 9th Floor
New York, New York 10022
Phone: (212) 257-5450
sweiner@primeclerk.com

Administrative Agent to the Debtors

Exhibit A

Fee Detail



One Grand Central Place
60 East 42nd Street, Suite 1440
New York, NY 10165

primeclerk.com

Hourly Fees by Employee through July 2019

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
OC	Conteh, Omaru	TC - Technology Consultant	18.80	\$45.00	\$846.00
RAR	Reyes, Ronald A	TC - Technology Consultant	9.80	\$45.00	\$441.00
CG	Gomez, Christine	TC - Technology Consultant	17.00	\$55.00	\$935.00
RLI	Lim, Rachel	TC - Technology Consultant	8.60	\$55.00	\$473.00
KS	Singh, Kevin	TC - Technology Consultant	28.40	\$55.00	\$1,562.00
BAS	Senecal, Brian A	TC - Technology Consultant	5.30	\$70.00	\$371.00
NJR	Rodriguez, Nelson J	SC - Senior Consultant	0.60	\$185.00	\$111.00
RMA	Allen, Richard M	DI - Director	1.60	\$210.00	\$336.00
BNB	Bishop, Brandon N	DI - Director	20.70	\$210.00	\$4,347.00
AA	Adjei, Abigail	SA - Solicitation Consultant	7.20	\$215.00	\$1,548.00
RFA	Andrade, Raul F	SA - Solicitation Consultant	59.40	\$215.00	\$12,771.00
KAA	Awkward, Kathy A	SA - Solicitation Consultant	7.10	\$215.00	\$1,526.50
WBA	Baek, Wooju E.	SA - Solicitation Consultant	15.00	\$215.00	\$3,225.00
JJB	Brito, Joshua J	SA - Solicitation Consultant	75.40	\$215.00	\$16,211.00
MMB	Brown, Mark M	SA - Solicitation Consultant	65.30	\$215.00	\$14,039.50
AMC	Cerro, Angela M	SA - Solicitation Consultant	0.50	\$215.00	\$107.50
ACC	Chan, Anita Charles,	SA - Solicitation Consultant	15.10	\$215.00	\$3,246.50
RCH	Robin A Chen,	SA - Solicitation Consultant	72.40	\$215.00	\$15,566.00
IHC	Isabella Hong	SA - Solicitation Consultant	27.60	\$215.00	\$5,934.00
ZOC	Christie, Zakiya O	SA - Solicitation Consultant	15.00	\$215.00	\$3,225.00
MLC	Crowell, Messiah L	SA - Solicitation Consultant	27.00	\$215.00	\$5,805.00
DDS	De Souza, Delicia	SA - Solicitation Consultant	21.30	\$215.00	\$4,579.50
GRD	DePalma, Greg R	SA - Solicitation Consultant	36.30	\$215.00	\$7,804.50
MMD	Diaz, Melissa	SA - Solicitation Consultant	70.00	\$215.00	\$15,050.00

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JPD	Dominguez, Jean-Pierre	SA - Solicitation Consultant	47.50	\$215.00	\$10,212.50
AJF	Faulkner, Ahsaan J	SA - Solicitation Consultant	12.40	\$215.00	\$2,666.00
XF	Flores, Xavi	SA - Solicitation Consultant	0.40	\$215.00	\$86.00
TDF	Franklin, Tiffany D	SA - Solicitation Consultant	7.10	\$215.00	\$1,526.50
NAMG	Grant, Nikeisha Ann-Marie	SA - Solicitation Consultant	16.00	\$215.00	\$3,440.00
NHE	Henegan, Nazir	SA - Solicitation Consultant	25.90	\$215.00	\$5,568.50
SVH	Higgins, Sebastian V	SA - Solicitation Consultant	0.70	\$215.00	\$150.50
JDH	Holloway, Jessica D	SA - Solicitation Consultant	0.40	\$215.00	\$86.00
DH	Huang, Danny	SA - Solicitation Consultant	0.50	\$215.00	\$107.50
YBH	Hunter, Yovonda B	SA - Solicitation Consultant	47.70	\$215.00	\$10,255.50
KJA	Jarret, Kristen D.	SA - Solicitation Consultant	23.30	\$215.00	\$5,009.50
SMJ	Jones, Shunte Monique	SA - Solicitation Consultant	5.40	\$215.00	\$1,161.00
CMKK	Kaufman, Craig M	SA - Solicitation Consultant	22.30	\$215.00	\$4,794.50
STK	Kesler, Stanislav	SA - Solicitation Consultant	88.30	\$215.00	\$18,984.50
PL	Labissiere, Pierre	SA - Solicitation Consultant	79.90	\$215.00	\$17,178.50
CLL	Liu, Calvin L	SA - Solicitation Consultant	11.70	\$215.00	\$2,515.50
SLL	Lonergan, Senan L	SA - Solicitation Consultant	16.00	\$215.00	\$3,440.00
CRM	Madueno, Cristina	SA - Solicitation Consultant	1.30	\$215.00	\$279.50
MMAT	Mattana, Maxine R.	SA - Solicitation Consultant	11.60	\$215.00	\$2,494.00
ATO	Orchowski, Alex T	SA - Solicitation Consultant	9.30	\$215.00	\$1,999.50
CPA	Pagan, Chanel	SA - Solicitation Consultant	8.30	\$215.00	\$1,784.50
JHP	Pamisa, Jhimson R	SA - Solicitation Consultant	1.20	\$215.00	\$258.00
AJP	Pierce, Adrian J	SA - Solicitation Consultant	39.40	\$215.00	\$8,471.00
TQ	Quinn, Tim	SA - Solicitation Consultant	0.50	\$215.00	\$107.50
EDR	Reyes, Erica D	SA - Solicitation Consultant	33.60	\$215.00	\$7,224.00
EXR	Reyes, Exmelihn X	SA - Solicitation Consultant	26.40	\$215.00	\$5,676.00
KKR	Richards, Kira K	SA - Solicitation Consultant	1.50	\$215.00	\$322.50
DCR	Romulus, Diamond C.	SA - Solicitation Consultant	2.60	\$215.00	\$559.00
JTSA	Salazar, Juan T	SA - Solicitation Consultant	4.50	\$215.00	\$967.50
EVS	Salguero, Elcida V	SA - Solicitation Consultant	1.10	\$215.00	\$236.50
MMS	Sandoval, Melania M	SA - Solicitation Consultant	16.60	\$215.00	\$3,569.00
RSH	Shigarev, Richard	SA - Solicitation Consultant	84.50	\$215.00	\$18,167.50

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HST	Taatjes, Hayden S	SA - Solicitation Consultant	3.80	\$215.00	\$817.00
BATA	Tall, Babacar	SA - Solicitation Consultant	40.10	\$215.00	\$8,621.50
RJV	Vyskocil, Ryan J	SA - Solicitation Consultant	18.30	\$215.00	\$3,934.50
MPW	Walsh, Mike P	SA - Solicitation Consultant	3.20	\$215.00	\$688.00
RY	Yan, Raymond	SA - Solicitation Consultant	2.00	\$215.00	\$430.00
JWY	Ye, Jing Wei	SA - Solicitation Consultant	33.00	\$215.00	\$7,095.00
JBZ	Zambrano, Jose Brian	SA - Solicitation Consultant	27.20	\$215.00	\$5,848.00
AMA	Adler, Adam	DI - Director	2.40	\$220.00	\$528.00
MDU	M Dubin, Mariah	DI - Director	1.30	\$220.00	\$286.00
GLF	Faust, Georgia L	DI - Director	8.60	\$220.00	\$1,892.00
SW	Jaffar, Amrita	DI - Director	5.60	\$220.00	\$1,232.00
AJAF	Weiner, Shira D	DI - Director	1.60	\$220.00	\$352.00
CJ	Johnson, Craig	DS - Director of Solicitation	14.90	\$240.00	\$3,576.00
CP	Pullo, Christina	DS - Director of Solicitation	5.70	\$240.00	\$1,368.00

TOTAL: 1441.00 \$296,027.50

Hourly Fees by Task Code through July 2019

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	1,162.20	\$235,560.00
INQR	Call Center / Credit Inquiry	219.20	\$47,237.50
RETN	Retention / Fee Application	2.00	\$438.50
SOLI	Solicitation	57.60	\$12,791.50

TOTAL: 1441.00 \$296,027.50

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
07/01/19	AJAF	DI	Meet and confer with Prime Clerk team re logistics for processing upcoming ballots; coordinate staffing logistics	Solicitation	1.20
07/01/19	AMA	DI	Meet with Prime Clerk team re logistics for receipt and processing of ballots	Solicitation	0.70
07/01/19	AMC	SA	Meet and confer with Prime Clerk team re ballots processing logistics	Ballots	0.50
07/01/19	CJ	DS	Prepare for, participate in, and conduct follow up on call with Prime Clerk Team (A. Adler, A. Jaffar, R. Allen, M. Brown, A. Cerro, G. Faust) on ballot processing	Ballots	0.60
07/01/19	CJ	DS	Review revised mailing matrix and ballots	Solicitation	1.10
07/01/19	DDS	SA	Meet and confer with case team re sears ballot process	Ballots	0.50
07/01/19	EVS	SA	Meet and confer with Prime Clerk team re ballot processing logistics	Ballots	0.80
07/01/19	GLF	DI	Confer and coordinate internally re preparation for solicitation process and related creditor inquiries	Ballots	0.40
07/01/19	KS	TC	Technical support for processing ballots	Ballots	1.10
07/01/19	MMB	SA	Confer and coordinate with case team re upcoming solicitation	Solicitation	0.40
07/01/19	RMA	DI	Prepare and discuss internally logistics for upcoming solicitation	Solicitation	0.40
07/02/19	AJAF	DI	Coordinate logistics for upcoming ballot processing	Ballots	1.40
07/02/19	AMA	DI	Coordinate logistics for processing incoming ballots	Ballots	0.40
07/02/19	CJ	DS	Review and revise communications plan	Call Center / Credit Inquiry	0.70
07/02/19	EVS	SA	Meet and confer with Prime Clerk team re ballot processing logistics	Ballots	0.30
07/02/19	RMA	DI	Prepare and review ballots for upcoming solicitation	Solicitation	1.20
07/03/19	ATO	SA	Request voting related information from case team	Solicitation	0.10
07/03/19	CJ	DS	Revise IVR and FAQs	Call Center / Credit Inquiry	0.60
07/03/19	CJ	DS	Customize ballot amounts for Class 2/ Class 4 ballots to vote Second Lien Credit Facility Claims	Solicitation	0.40
07/03/19	KS	TC	Technical support for processing ballots	Ballots	1.90
07/03/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
07/03/19	OC	TC	Technical support for processing electronically filed ballots	Ballots	2.70
07/04/19	CG	TC	Technical support for processing electronically filed ballots	Ballots	4.00
07/05/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	3.90
07/05/19	OC	TC	Technical support for processing electronically filed ballots	Ballots	4.60

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07/05/19	STK	SA	Respond to nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.30
07/06/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	0.60
07/07/19	CJ	DS	Review and revised draft frequently asked questions and responses thereto	Call Center / Credit Inquiry	0.10
07/07/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	1.60
07/08/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
07/08/19	CG	TC	Technical support for processing electronically filed ballots	Ballots	3.00
07/08/19	GLF	DI	Confer and coordinate internally re talking points and related materials on solicitation process, notices, and ballots for creditor inquiries; review and revise materials; manage implementation of same	Ballots	1.80
07/08/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	0.90
07/08/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	3.10
07/08/19	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Credit Inquiry	1.10
07/08/19	MMB	SA	Prepare for tabulation of votes	Solicitation	0.60
07/08/19	OC	TC	Technical support for processing electronically filed ballots	Ballots	2.50
07/08/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.10
07/08/19	STK	SA	Update case website with e-balloting	Solicitation	5.30
07/09/19	AJAF	DI	Meet and confer with Prime Clerk team (G. Faust) re processing incoming ballots and quality assurance review re same	Ballots	1.10
07/09/19	ATO	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.20
07/09/19	BAS	TC	Technical support for updating ballot information	Ballots	3.50
07/09/19	CG	TC	Technical support for updating ballot information	Ballots	3.00
07/09/19	CG	TC	Technical support for processing ballots	Ballots	0.60
07/09/19	CJ	DS	Prepare for tabulations	Solicitation	0.30
07/09/19	CLL	SA	Update case website with e-balloting	Solicitation	0.90
07/09/19	GLF	DI	Confer and coordinate with A. Jaffar re talking points and related materials on solicitation process, notices, and ballots for creditor inquiries; review and revise materials; manage implementation of same	Ballots	1.00
07/09/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	1.90
07/09/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	2.40
07/09/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.90
07/09/19	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Credit Inquiry	3.30
07/09/19	MMB	SA	Respond to nominee inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.30
07/09/19	MMB	SA	Prepare necessary materials for the tabulation of votes	Solicitation	0.70

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07/09/19	OC	TC	Technical support for processing electronically filed ballots	Ballots	3.30
07/09/19	RAR	TC	Technical support for processing electronically filed ballots	Ballots	5.50
07/09/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
07/09/19	SMJ	SA	Review voting deadline checklist; revise and update same	Ballots	0.20
07/09/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Ballots	1.70
07/09/19	STK	SA	Update case website with e-balloting	Solicitation	4.80
07/10/19	AJAF	DI	Meet and confer with Prime Clerk team (C. Pullo) re processing incoming ballots	Ballots	0.60
07/10/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
07/10/19	CG	TC	Technical support for processing ballots	Ballots	0.50
07/10/19	CLL	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Ballots	0.50
07/10/19	CLL	SA	Update case website with new e-balloting barcodes	Ballots	0.80
07/10/19	CP	DS	Coordinate with Prime Clerk case team regarding solicitation and tabulation issues	Solicitation	0.90
07/10/19	GRD	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.40
07/10/19	KS	TC	Technical support for processing ballots	Ballots	1.90
07/10/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.70
07/10/19	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Credit Inquiry	0.40
07/10/19	MMB	SA	Respond to nominee inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.20
07/10/19	RAR	TC	Technical support for processing electronically filed ballots	Ballots	1.60
07/10/19	SLL	SA	Respond to inquiries related to solicitation procedures	Call Center / Credit Inquiry	0.80
07/10/19	STK	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Credit Inquiry	1.40
07/10/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	2.30
07/10/19	STK	SA	Update case website with e-balloting	Solicitation	1.80
07/11/19	ATO	SA	Review and respond to inquiry from Phil DiDonato at Weil related to solicitation	Solicitation	0.20
07/11/19	CLL	SA	Respond to nominee inquiries related to solicitation	Solicitation	0.60
07/11/19	CP	DS	Supervise ballot tabulation and quality assurance review processes	Solicitation	0.70
07/11/19	CRM	SA	Review and analyze incoming ballots for validity	Ballots	0.30
07/11/19	GRD	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.40
07/11/19	HST	SA	Respond to nominee inquiries related to solicitation	Ballots	0.30

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07/11/19	JBZ	SA	Review and analyze incoming ballots for validity	Ballots	1.00
07/11/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	1.90
07/11/19	MMB	SA	Respond to nominee inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.70
07/11/19	MMB	SA	Quality assurance review of correspondence among case team (A. Orchowski, C. Liu, S. Kesler), Toppan Vite solicitation documents printer, Euroclear, Debtors' counsel (P. DiDonato at Weil, Gotshal), and nominees related to ongoing solicitation	Solicitation	0.40
07/11/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.00
07/11/19	RLI	TC	Technical support for processing electronically filed ballots	Ballots	0.60
07/11/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	2.30
07/12/19	AJAF	DI	Quality assurance review processing incoming ballots	Ballots	0.40
07/12/19	CJ	DS	Review and revise draft FAQs	Call Center / Credit Inquiry	0.80
07/12/19	CRM	SA	Review and analyze incoming ballots for validity	Ballots	0.20
07/12/19	KKR	SA	Review and analyze incoming ballots for validity	Ballots	1.50
07/12/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.10
07/12/19	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Credit Inquiry	0.70
07/12/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
07/12/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	0.10
07/12/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	0.20
07/12/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.50
07/12/19	SLL	SA	Respond to creditor inquiries related to voting procedures	Call Center / Credit Inquiry	2.40
07/12/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	2.10
07/15/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.80
07/15/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.50
07/15/19	CJ	DS	Analyze solicitation logistics	Solicitation	0.40
07/15/19	CLL	SA	Respond to creditor inquiries related to solicitation	Ballots	0.40
07/15/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Ballots	1.20
07/15/19	CP	DS	Coordinate with Prime Clerk case team regarding solicitation and tabulation issues and related logistics	Solicitation	0.90
07/15/19	CRM	SA	Review and analyze incoming ballots for validity	Ballots	0.20
07/15/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	1.20
07/15/19	DH	SA	Review and analyze incoming ballots for validity	Ballots	0.50

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07/15/19	HST	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.50
07/15/19	JBZ	SA	Review and analyze incoming ballots for validity	Ballots	1.10
07/15/19	JHP	SA	Review and analyze incoming ballots for validity	Ballots	1.20
07/15/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.10
07/15/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	3.90
07/15/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	2.80
07/15/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	0.50
07/15/19	MPW	SA	Review and analyze incoming ballots for validity	Ballots	3.20
07/15/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	0.30
07/15/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	3.20
07/15/19	XF	SA	Review and analyze incoming ballots for validity	Ballots	0.40
07/16/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
07/16/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.30
07/16/19	CJ	DS	Plan and coordinate the logistics for processing GUC ballots	Solicitation	0.40
07/16/19	CLL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.80
07/16/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.60
07/16/19	CRM	SA	Review and analyze incoming ballots for validity	Ballots	0.30
07/16/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	2.70
07/16/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	2.60
07/16/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	3.60
07/16/19	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Credit Inquiry	0.40
07/16/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/16/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	2.80
07/16/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	4.20
07/16/19	SLL	SA	Respond to inquiries related to voting procedures	Call Center / Credit Inquiry	1.80
07/16/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
07/16/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	3.30
07/17/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
07/17/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.60
07/17/19	CJ	DS	Coordinate staffing for the processing and quality-assurance	Solicitation	0.30

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			review of incoming ballots		
07/17/19	CJ	DS	Prepare for, participate in, and conduct follow-up with E. Daucher and F. Vazquez (Norton Rose) on voting question from FTI Consulting Canada, including preparing ballot	Solicitation	0.40
07/17/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.30
07/17/19	CP	DS	Monitor and quality assurance review of voting inquiries	Call Center / Credit Inquiry	0.20
07/17/19	CP	DS	Coordinate with Prime Clerk case team regarding vote declaration and tabulation issues	Solicitation	0.50
07/17/19	GLF	DI	Review, coordinate, and manage responses to creditor inquiries relating to solicitation process	Call Center / Credit Inquiry	1.60
07/17/19	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.70
07/17/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	3.80
07/17/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.50
07/17/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	2.40
07/17/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/17/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	4.30
07/17/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	0.50
07/17/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	2.90
07/17/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	4.10
07/17/19	SLL	SA	Respond to creditor inquiries related to voting procedures	Call Center / Credit Inquiry	2.20
07/17/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.40
07/17/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	3.20
07/18/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.40
07/18/19	CJ	DS	Quality assurance review of processing of ballots	Solicitation	0.30
07/18/19	CJ	DS	Follow-up with E. Caucher (Norton Rose) on FTI Consulting Canada ballot	Solicitation	0.20
07/18/19	CLL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.20
07/18/19	CMKK	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.50
07/18/19	CP	DS	Monitor and quality assurance review of voting inquiries	Call Center / Credit Inquiry	0.10
07/18/19	CP	DS	Supervise resolution of ballot processing issues	Ballots	0.30
07/18/19	CRM	SA	Review and analyze incoming ballots for validity	Ballots	0.20
07/18/19	HST	SA	Respond to creditor inquiries related to solicitation	Call Center /	0.50

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				Credit Inquiry	
07/18/19	HST	SA	Review and analyze incoming ballots for validity	Ballots	0.40
07/18/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	2.50
07/18/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.10
07/18/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	3.80
07/18/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	2.60
07/18/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	4.10
07/18/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
07/18/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	5.30
07/18/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	1.60
07/18/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.70
07/18/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	3.30
07/18/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.50
07/18/19	SLL	SA	Respond to creditor inquiries related to voting procedures	Call Center / Credit Inquiry	2.60
07/18/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
07/18/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	4.30
07/19/19	AJAF	DI	Meet and confer with Prime Clerk team re processing incoming ballots	Ballots	0.90
07/19/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.70
07/19/19	CG	TC	Technical support for updating ballot information	Ballots	0.50
07/19/19	CJ	DS	Coordinate with P. Labisierre on the processing of ballots	Solicitation	0.30
07/19/19	CLL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.20
07/19/19	CMKK	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.90
07/19/19	CP	DS	Monitor and quality assurance review of voting inquiries	Call Center / Credit Inquiry	0.10
07/19/19	HST	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.40
07/19/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	3.80
07/19/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
07/19/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/19/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	0.90
07/19/19	PL	SA	Review and analyze incoming ballots for validity	Ballots	1.50
07/19/19	PL	SA	Respond to creditors inquiries related to distributions	Call Center / Credit Inquiry	2.90

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07/19/19	PL	SA	Respond to nominee inquiries related to distributions	Call Center / Credit Inquiry	1.60
07/19/19	RAR	TC	Technical support for updating ballot information	Ballots	1.10
07/19/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	5.50
07/19/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.20
07/19/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	4.00
07/19/19	SLL	SA	Respond to creditor inquiries related to voting procedures	Call Center / Credit Inquiry	2.30
07/19/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
07/19/19	SMJ	SA	Coordinate and process incoming electronic ballots in connection with audit of same	Ballots	0.10
07/19/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.60
07/19/19	SW	DI	Draft monthly fee statement	Retention / Fee Application	1.40
07/19/19	TQ	SA	Meet and confer with Prime Clerk team re processing of incoming ballots	Ballots	0.50
07/22/19	AMA	DI	Quality assurance review of ballot processing; confer with Prime Clerk team re same	Ballots	0.30
07/22/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.00
07/22/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	2.50
07/22/19	CG	TC	Technical support for updating ballot information	Ballots	1.20
07/22/19	CJ	DS	Supervise the processing of ballots	Ballots	0.40
07/22/19	CLL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.60
07/22/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.10
07/22/19	CP	DS	Monitor and quality assurance review of voting inquiries	Call Center / Credit Inquiry	0.40
07/22/19	CP	DS	Coordinate with Prime Clerk case team regarding ballot processing issues and other voting issues	Solicitation	0.80
07/22/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	2.60
07/22/19	GRD	SA	Respond to inquiries regarding solicitation process	Call Center / Credit Inquiry	0.60
07/22/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	11.00
07/22/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.20
07/22/19	MLC	SA	Prepare vote declaration	Solicitation	1.60
07/22/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
07/22/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/22/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	2.50
07/22/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	3.60

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07/22/19	OC	TC	Technical support for updating ballot information	Ballots	0.60
07/22/19	PL	SA	Quality assurance review of incoming ballots	Ballots	1.80
07/22/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.20
07/22/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.40
07/22/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	9.00
07/22/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.00
07/22/19	RLI	TC	Technical support for processing ballots	Ballots	1.40
07/22/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/22/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
07/22/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.50
07/23/19	AMA	DI	Confer with Prime Clerk team re logistics and status for ballot processing	Ballots	0.30
07/23/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.00
07/23/19	BAS	TC	Technical support for processing ballots	Ballots	0.60
07/23/19	BNB	DI	Meet and confer with Prime Clerk team re ballot processing and quality assurance review logistics	Ballots	0.30
07/23/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	4.80
07/23/19	CJ	DS	Draft voting declaration for advanced review by counsel	Solicitation	0.80
07/23/19	CJ	DS	Prepare for, participate in, and conduct follow up on communication with A. Hwang (WGM) on request for voting reports	Solicitation	0.30
07/23/19	CJ	DS	Customize and send new ballot to Cyrus for voting Medium Term Notes	Solicitation	0.30
07/23/19	CJ	DS	Coordinate the processing and quality-assurance review of ballots including meeting with C. Pullo (Prime Clerk)	Solicitation	0.60
07/23/19	CLL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.60
07/23/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.10
07/23/19	CMKK	SA	Prepare vote declaration	Solicitation	1.10
07/23/19	CP	DS	Coordinate with C. Johnson (Prime Clerk) regarding ballot processing issues	Solicitation	0.20
07/23/19	DDS	SA	Meet and confer with Prime Clerk team re ballot processing and quality assurance review logiistics	Ballots	0.30
07/23/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	1.00
07/23/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	1.70
07/23/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	5.80
07/23/19	MDU	DI	Meet and confer with Prime Clerk team re ballot processing and quality assurance review logistics	Ballots	0.30

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07/23/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	5.90
07/23/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	4.90
07/23/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
07/23/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	4.10
07/23/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/23/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	3.80
07/23/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	0.50
07/23/19	NJR	SC	Meet and confer with Prime Clerk team re: ballot processing and quality assurance logistics	Ballots	0.30
07/23/19	OC	TC	Technical support for processing electronically filed ballots	Ballots	1.90
07/23/19	OC	TC	Technical support for updating ballot information	Ballots	0.60
07/23/19	PL	SA	Quality assurance review of incoming ballots	Ballots	1.90
07/23/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.60
07/23/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.80
07/23/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.30
07/23/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	9.00
07/23/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	3.00
07/23/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
07/23/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/23/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.30
07/23/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	2.70
07/24/19	AJP	SA	Review and analyze incoming ballots for validity	Ballots	4.90
07/24/19	AMA	DI	Coordinate ballot review and input; email to C. Johnson re same	Solicitation	0.30
07/24/19	BAS	TC	Technical support for processing ballots	Ballots	0.20
07/24/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	6.30
07/24/19	CG	TC	Technical support for exporting ballot data	Ballots	0.90
07/24/19	CJ	DS	Draft and revise voting declaration	Solicitation	1.30
07/24/19	CJ	DS	Edit format of exhibits to voting declaration	Solicitation	0.40
07/24/19	CJ	DS	Review, revise, and authorize circulation of interim voting reports	Solicitation	0.60
07/24/19	CJ	DS	Coordinate and review ballot-processing staffing and timetable including conference with C. Pullo (Prime Clerk)	Solicitation	0.30
07/24/19	CLL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.80
07/24/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.80

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07/24/19	CP	DS	Coordinate with C. Johnson (Prime Clerk) regarding ballot processing issues	Solicitation	0.20
07/24/19	CRM	SA	Review and analyze incoming ballots for validity	Ballots	0.10
07/24/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	1.90
07/24/19	EXR	SA	Record receipt and timeliness of incoming ballots	Ballots	5.20
07/24/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	5.50
07/24/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	5.00
07/24/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	9.90
07/24/19	KS	TC	Technical support for processing ballots	Ballots	1.30
07/24/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	3.30
07/24/19	MMB	SA	Respond to creditor nominee inquiries related to Plan solicitation	Call Center / Credit Inquiry	3.70
07/24/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	10.50
07/24/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/24/19	NJR	SC	Meet and confer with case team re: ballot review	Ballots	0.30
07/24/19	PL	SA	Quality assurance review of incoming ballots	Ballots	2.70
07/24/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.40
07/24/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	3.60
07/24/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.50
07/24/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/24/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.10
07/24/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/24/19	SLL	SA	Respond to creditor inquiries regarding solicitation process	Call Center / Credit Inquiry	1.20
07/24/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.70
07/24/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.80
07/24/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	2.70
07/25/19	AJF	SA	Meet and confer with Prime Clerk team re ballot processing and quality assurance review logistics	Ballots	0.60
07/25/19	AJF	SA	Quality assurance review of incoming ballots	Ballots	2.40
07/25/19	AJP	SA	Meet and confer with Prime Clerk team re ballot processing and quality assurance review logistics	Ballots	0.50
07/25/19	AJP	SA	Review and analyze incoming ballots for validity	Ballots	8.80
07/25/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	7.60
07/25/19	BNB	DI	Meet and confer with Prime Clerk team re ballot processing	Ballots	0.60

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			and quality assurance review logistics		
07/25/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	4.80
07/25/19	CG	TC	Technical support for processing electronically filed ballots	Ballots	1.00
07/25/19	CJ	DS	Review and revise draft voting declaration with formatted exhibits	Solicitation	0.70
07/25/19	CJ	DS	Review interim voting results and revise staffing for additional ballot processing	Solicitation	0.60
07/25/19	CJ	DS	Review voting results and coordinate ballot-processing-staffing logistics	Solicitation	0.40
07/25/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.90
07/25/19	DDS	SA	Meet and confer with Prime Clerk team re ballots processing and quality assurance review logistics	Ballots	0.80
07/25/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/25/19	EXR	SA	Record receipt and timeliness of incoming ballots	Ballots	8.00
07/25/19	GRD	SA	Review and analyze incoming ballots for validity	Ballots	5.10
07/25/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	3.00
07/25/19	JBZ	SA	Meet and confer with Prime Clerk team re-ballot processing and quality assurance	Ballots	0.60
07/25/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	5.50
07/25/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	6.90
07/25/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	7.50
07/25/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	1.90
07/25/19	MDU	DI	Meet and confer with Prime Clerk team re ballot intake and processing logistics	Solicitation	0.90
07/25/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	2.00
07/25/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	8.50
07/25/19	MMB	SA	Respond to creditor nominee inquiries related to Plan solicitation	Call Center / Credit Inquiry	3.80
07/25/19	MMD	SA	Meet and confer with Prime Clerk team re ballot processing and quality assurance review logistics	Ballots	0.60
07/25/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	8.90
07/25/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	3.00
07/25/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
07/25/19	OC	TC	Technical support for updating ballot information	Ballots	1.80
07/25/19	PL	SA	Quality assurance review of incoming ballots	Ballots	1.80
07/25/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.70
07/25/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.30
07/25/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.60
07/25/19	PL	SA	Prepare vote declaration	Solicitation	1.40

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07/25/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/25/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/25/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.50
07/25/19	RLI	TC	Technical support for processing ballots	Ballots	1.80
07/25/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/25/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
07/25/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	3.80
07/25/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	3.30
07/25/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	2.90
07/25/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	7.50
07/25/19	ZOC	SA	Review and analyze incoming ballots for validity	Ballots	7.00
07/26/19	ACC	SA	Quality assurance review of incoming ballots	Ballots	4.00
07/26/19	AJF	SA	Quality assurance review of incoming ballots	Ballots	3.00
07/26/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	11.50
07/26/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/26/19	CG	TC	Technical support for updating ballot information	Ballots	0.80
07/26/19	CJ	DS	Follow up with WGM team on any comments to text and formatting of voting declaration	Solicitation	0.30
07/26/19	CJ	DS	Review draft voting results and supervise ballot-processing	Solicitation	0.70
07/26/19	CJ	DS	Review the process for quality assurance checks of ballot-processing including conference with C. Pullo (Prime Clerk)	Solicitation	0.30
07/26/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.90
07/26/19	CMKK	SA	Review and analyze incoming ballots for validity	Ballots	2.20
07/26/19	CP	DS	Coordinate with C. Johnson (Prime Clerk) regarding ballot processing and returned ballot postage issues	Solicitation	0.10
07/26/19	DCR	SA	Quality assurance review of incoming ballots	Ballots	2.60
07/26/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	3.80
07/26/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/26/19	EXR	SA	Record receipt and timeliness of incoming ballots	Ballots	2.20
07/26/19	EXR	SA	Quality assurance review of incoming ballots	Ballots	5.80
07/26/19	GRD	SA	Review and analyze incoming ballots for validity	Ballots	9.00
07/26/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	6.80
07/26/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	6.00
07/26/19	JDH	SA	Record receipt and timeliness of incoming ballots	Ballots	0.40
07/26/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	11.00
07/26/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.00

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07/26/19	JTSA	SA	Quality assurance review of incoming ballots	Ballots	4.50
07/26/19	JWY	SA	Quality assurance review of incoming ballots	Ballots	7.00
07/26/19	KS	TC	Technical support for processing of electronically filed ballots	Ballots	1.10
07/26/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	1.80
07/26/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	1.10
07/26/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	7.10
07/26/19	MMS	SA	Quality assurance review of incoming ballots	Ballots	5.40
07/26/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.50
07/26/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.80
07/26/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.50
07/26/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.70
07/26/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/26/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/26/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.00
07/26/19	RLI	TC	Technical support for processing electronically filed ballots	Ballots	1.80
07/26/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/26/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.40
07/26/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/26/19	ZOC	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/27/19	AJF	SA	Quality assurance review of incoming ballots	Ballots	2.20
07/27/19	AMA	DI	Emails and follow up with C. Johnson and C. Pullo re ballot input logistics	Ballots	0.30
07/27/19	JJB	SA	Review and analyze incoming ballots for validity	Ballots	2.50
07/27/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/27/19	JWY	SA	Quality assurance review of incoming ballots	Ballots	8.00
07/27/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	2.40
07/27/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/27/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/28/19	CPA	SA	Coordinate and manage ballot input	Ballots	8.00
07/28/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/28/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/29/19	ACC	SA	Quality assurance review of incoming ballots	Ballots	5.20
07/29/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	7.50
07/29/19	AMA	DI	Review monthly fee statement	Retention / Fee Application	0.10

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07/29/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.40
07/29/19	BAS	TC	Technical support for processing electronically filed ballots	Ballots	0.20
07/29/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/29/19	CLL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.00
07/29/19	CMKK	SA	Review and analyze incoming ballots for validity	Ballots	5.10
07/29/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	3.70
07/29/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/29/19	GLF	DI	Respond to inquiries regarding solicitation process	Call Center / Credit Inquiry	1.50
07/29/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	5.90
07/29/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	5.00
07/29/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	6.00
07/29/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	8.00
07/29/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/29/19	JWY	SA	Quality assurance review of incoming ballots	Ballots	4.00
07/29/19	KJA	SA	Review and analyze incoming ballots for validity	Ballots	7.10
07/29/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	1.30
07/29/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	1.00
07/29/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	1.00
07/29/19	MMAT	SA	Review and analyze incoming ballots for validity	Ballots	3.60
07/29/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	3.80
07/29/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	3.80
07/29/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	4.30
07/29/19	MMS	SA	Quality assurance review of incoming ballots	Ballots	4.90
07/29/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
07/29/19	PL	SA	Quality assurance review of incoming ballots	Ballots	1.50
07/29/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.80
07/29/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	3.20
07/29/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.90
07/29/19	RAR	TC	Technical support for updating ballot information	Ballots	1.60
07/29/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/29/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/29/19	RJV	SA	Quality assurance review of incoming ballots	Ballots	2.00
07/29/19	RJV	SA	Respond to creditor inquiries re solicitation	Call Center / Credit Inquiry	0.50

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07/29/19	RLI	TC	Technical support for processing ballots	Ballots	1.40
07/29/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/29/19	SLL	SA	Respond to creditor inquiries related to voting procedures	Call Center / Credit Inquiry	1.60
07/29/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
07/29/19	STK	SA	Quality assurance review of incoming ballots	Ballots	2.50
07/29/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	4.00
07/29/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.80
07/29/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.60
07/29/19	WBA	SA	Review and analyze incoming ballots for validity	Ballots	7.00
07/29/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/30/19	AA	SA	Review and analyze incoming ballots for validity	Ballots	7.20
07/30/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	3.30
07/30/19	ACC	SA	Quality assurance review of incoming ballots	Ballots	2.50
07/30/19	AJF	SA	Quality assurance review of incoming ballots	Ballots	2.00
07/30/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	5.00
07/30/19	ATO	SA	Respond to creditor inquiries related to solicitation	Ballots	1.00
07/30/19	ATO	SA	Update solicitation team task tracker	Solicitation	0.10
07/30/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/30/19	CG	TC	Technical support for updating ballot information	Ballots	1.50
07/30/19	CLL	SA	Respond to creditor inquiries related to solicitation	Ballots	1.00
07/30/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Ballots	1.60
07/30/19	CP	DS	Coordinate with J. Daloia and P. Labissiere (Prime Clerk) regarding voting inquiry and escalation to Weil	Call Center / Credit Inquiry	0.30
07/30/19	CPA	SA	Review and file monthly fee application	Retention / Fee Application	0.30
07/30/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	3.80
07/30/19	EXR	SA	Quality assurance review of incoming ballots	Ballots	5.20
07/30/19	GLF	DI	Monitor and manage incoming creditor inquiries re solicitation process; confer and coordinate internally re same	Call Center / Credit Inquiry	2.30
07/30/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	8.00
07/30/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	3.10
07/30/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	8.80
07/30/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/30/19	JWY	SA	Quality assurance review of incoming ballots	Ballots	8.00
07/30/19	KAA	SA	Review and analyze incoming ballots for validity	Ballots	7.10
07/30/19	KJA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/30/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	1.80

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07/30/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.70
07/30/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	1.20
07/30/19	MMAT	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/30/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	3.10
07/30/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	2.60
07/30/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	2.60
07/30/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	1.80
07/30/19	MMS	SA	Quality assurance review of incoming ballots	Ballots	2.60
07/30/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/30/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
07/30/19	OC	TC	Technical support for updating ballot information	Ballots	0.80
07/30/19	PL	SA	Quality assurance review of incoming ballots	Ballots	1.30
07/30/19	PL	SA	Respond to creditor inquiries related to solicitation including discussion with C. Pullo (Prime Clerk) re: same	Call Center / Credit Inquiry	3.60
07/30/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.80
07/30/19	PL	SA	Review and respond to inquiry from Natasha Hwang at Weil related to solicitation	Solicitation	0.80
07/30/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
07/30/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/30/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/30/19	RJV	SA	Quality assurance review of incoming ballots	Ballots	0.50
07/30/19	RJV	SA	Respond to creditor inquiries re solicitation	Call Center / Credit Inquiry	0.50
07/30/19	RLI	TC	Technical support for processing electronically filed ballots	Ballots	0.80
07/30/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/30/19	SLL	SA	Respond to creditor inquiries related to voting procedures	Call Center / Credit Inquiry	1.10
07/30/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.40
07/30/19	STK	SA	Quality assurance review of incoming ballots	Ballots	3.00
07/30/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.60
07/30/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	3.40
07/30/19	SW	DI	Finalize monthly fee statement for filing	Retention / Fee Application	0.20
07/30/19	TDF	SA	Review and analyze incoming ballots for validity	Ballots	7.10
07/30/19	WBA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/30/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/31/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10

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07/31/19	AJF	SA	Quality assurance review of incoming ballots	Ballots	2.20
07/31/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	1.20
07/31/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.40
07/31/19	BAS	TC	Technical support for processing electronically filed ballots	Ballots	0.40
07/31/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/31/19	CLL	SA	Respond to creditor inquiries related to solicitation	Ballots	0.30
07/31/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/31/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	6.90
07/31/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	2.00
07/31/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	11.50
07/31/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/31/19	JWY	SA	Quality assurance review of incoming ballots	Ballots	6.00
07/31/19	KJA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/31/19	KS	TC	Technical support for processing electronically filed ballots	Ballots	1.70
07/31/19	MDU	DI	Coordinate quality assurance review of incoming ballots	Ballots	0.10
07/31/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	2.00
07/31/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	4.20
07/31/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	2.80
07/31/19	MMD	SA	Quality assurance review of incoming ballots	Ballots	6.60
07/31/19	MMS	SA	Quality assurance review of incoming ballots	Ballots	3.70
07/31/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	4.00
07/31/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
07/31/19	PL	SA	Quality assurance review of incoming ballots	Ballots	1.50
07/31/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.60
07/31/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	3.40
07/31/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
07/31/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
07/31/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.20
07/31/19	RJV	SA	Respond to creditor inquiries re solicitation	Call Center / Credit Inquiry	3.00
07/31/19	RLI	TC	Technical support for processing electronically filed ballots	Ballots	0.80
07/31/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
07/31/19	RY	SA	Quality assurance review of incoming ballots	Ballots	2.00
07/31/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	1.50
07/31/19	STK	SA	Update master ballot database	Ballots	9.40
07/31/19	STK	SA	Respond to creditor and nominee inquiries related to	Call Center /	3.60

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			ongoing solicitation	Credit Inquiry	
07/31/19	SVH	SA	Record receipt and timeliness of incoming ballots	Ballots	0.70
07/31/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
				Total Hours	1441.00

Expense Detail

<u>Description</u>	<u>Units</u>	<u>Rate</u>	<u>Amount</u>
After Hours Transportation			\$902.56
Overtime Meals			\$174.91
Telephonic Hearing			\$72.00
Total Expenses			\$1,149.47



One Grand Central Place
60 East 42nd Street, Suite 1440
New York, NY 10165

primeclerk.com

Hourly Fees by Employee through August 2019

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
OC	Conteh, Omaru	TC - Technology Consultant	4.50	\$45.00	\$202.50
RAR	Reyes, Ronald A	TC - Technology Consultant	2.40	\$45.00	\$108.00
CG	Gomez, Christine	TC - Technology Consultant	2.80	\$55.00	\$154.00
RLI	Lim, Rachel	TC - Technology Consultant	8.80	\$55.00	\$484.00
KS	Singh, Kevin	TC - Technology Consultant	17.80	\$55.00	\$979.00
BAS	Senecal, Brian A	TC - Technology Consultant	1.60	\$70.00	\$112.00
SKW	Washington, Sedahri K	CO - Consultant	0.40	\$175.00	\$70.00
BNB	Bishop, Brandon N	DI - Director	6.10	\$210.00	\$1,281.00
JJB	Brito, Joshua J	SA - Solicitation Consultant	48.20	\$215.00	\$10,363.00
ACC	Chan, Anita	SA - Solicitation Consultant	9.00	\$215.00	\$1,935.00
IHC	Chen, Isabella Hong	SA - Solicitation Consultant	2.50	\$215.00	\$537.50
MMD	Diaz, Melissa	SA - Solicitation Consultant	39.40	\$215.00	\$8,471.00
NAMG	Grant, Nikeisha Ann-Marie	SA - Solicitation Consultant	13.90	\$215.00	\$2,988.50
NHE	Henegan, Nazir	SA - Solicitation Consultant	1.40	\$215.00	\$301.00
SMJ	Jones, Shunte Monique	SA - Solicitation Consultant	6.30	\$215.00	\$1,354.50
SHMA	Ma, Sharon	SA - Solicitation Consultant	5.80	\$215.00	\$1,247.00
MMS	Sandoval, Melania M	SA - Solicitation Consultant	22.30	\$215.00	\$4,794.50
MPW	Walsh, Mike P	SA - Solicitation Consultant	1.60	\$215.00	\$344.00
RY	Yan, Raymond	SA - Solicitation Consultant	10.00	\$215.00	\$2,150.00
JWY	Ye, Jing Wei	SA - Solicitation Consultant	16.00	\$215.00	\$3,440.00
JBZ	Zambrano, Jose Brian	SA - Solicitation Consultant	10.70	\$215.00	\$2,300.50
RFA	Andrade, Raul F	SA - Solicitation Consultant	80.20	\$215.00	\$17,243.00
AMC	Cerro, Angela M	SA - Solicitation Consultant	10.20	\$215.00	\$2,193.00
RCH	Charles, Robin A	SA - Solicitation Consultant	16.20	\$215.00	\$3,483.00
DDS	De Souza, Delicia	SA - Solicitation Consultant	6.70	\$215.00	\$1,440.50

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JPD	Dominguez, Jean-Pierre	SA - Solicitation Consultant	39.10	\$215.00	\$8,406.50
YBH	Hunter, Yovonda B	SA - Solicitation Consultant	40.30	\$215.00	\$8,664.50
KJA	Jarret, Kristen D.	SA - Solicitation Consultant	16.20	\$215.00	\$3,483.00
AJP	Pierce, Adrian J	SA - Solicitation Consultant	14.40	\$215.00	\$3,096.00
EDR	Reyes, Erica D	SA - Solicitation Consultant	32.20	\$215.00	\$6,923.00
RSH	Shigarev, Richard	SA - Solicitation Consultant	88.30	\$215.00	\$18,984.50
BATA	Tall, Babacar	SA - Solicitation Consultant	80.60	\$215.00	\$17,329.00
MMB	Brown, Mark M	SA - Solicitation Consultant	29.10	\$215.00	\$6,256.50
MLC	Crowell, Messiah L	SA - Solicitation Consultant	9.30	\$215.00	\$1,999.50
GRD	DePalma, Greg R	SA - Solicitation Consultant	60.80	\$215.00	\$13,072.00
CMKK	Kaufman, Craig M	SA - Solicitation Consultant	0.60	\$215.00	\$129.00
STK	Kesler, Stanislav	SA - Solicitation Consultant	125.20	\$215.00	\$26,918.00
PL	Labissiere, Pierre	SA - Solicitation Consultant	79.60	\$215.00	\$17,114.00
CLL	Liu, Calvin L	SA - Solicitation Consultant	9.80	\$215.00	\$2,107.00
SLL	Lonergan, Senan L	SA - Solicitation Consultant	1.40	\$215.00	\$301.00
ATO	Orchowski, Alex T	SA - Solicitation Consultant	12.00	\$215.00	\$2,580.00
RJV	Vyskocil, Ryan J	SA - Solicitation Consultant	5.80	\$215.00	\$1,247.00
AMA	Adler, Adam M	DI - Director	0.40	\$220.00	\$88.00
ACJ	Jaffar, Amrita C	DI - Director	0.20	\$220.00	\$44.00
SW	Weiner, Shira D	DI - Director	1.50	\$220.00	\$330.00
CJ	Johnson, Craig	DS - Director of Solicitation	30.70	\$240.00	\$7,368.00
CP	Pullo, Christina	DS - Director of Solicitation	2.20	\$240.00	\$528.00
DS	Sharp, David	DS - Director of Solicitation	1.00	\$240.00	\$240.00
TOTAL:			1025.50		\$215,185.00

Hourly Fees by Task Code through August 2019

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	877.50	\$182,613.00
DISB	Disbursements	1.20	\$258.00
INQR	Call Center / Credit Inquiry	62.30	\$13,427.00

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RETN	Retention / Fee Application	2.40	\$510.00
SOLI	Solicitation	82.10	\$18,377.00
TOTAL:		1025.50	\$215,185.00

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Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
08/01/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	1.10
08/01/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	2.20
08/01/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.80
08/01/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/01/19	CLL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.80
08/01/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	1.10
08/01/19	DS	DS	Review and quality control solicitation inquiry requests	Call Center / Credit Inquiry	0.70
08/01/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/01/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	5.20
08/01/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
08/01/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	7.90
08/01/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.20
08/01/19	KJA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/01/19	KS	SA	Technical support for processing ballots	Ballots	2.60
08/01/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	2.60
08/01/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	4.10
08/01/19	MMD	SA	Quality assurance review of ballot intake procedures and processing	Ballots	4.80
08/01/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	2.10
08/01/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	5.20
08/01/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	7.00
08/01/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
08/01/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	3.70
08/01/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.40
08/01/19	PL	SA	Update master ballot tabulation database	Ballots	1.30
08/01/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.50
08/01/19	PL	SA	Quality assurance review of incoming ballots	Ballots	2.80
08/01/19	PL	SA	Review and analyze incoming ballots for validity	Ballots	2.20

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08/01/19	RAR	TC	Technical support for updating ballot information	Ballots	1.20
08/01/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.20
08/01/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/01/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
08/01/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/01/19	RY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.70
08/01/19	SHMA	SA	Quality assurance review of ballot intake procedures and processing	Ballots	4.00
08/01/19	SLL	SA	Respond to creditor inquiries related to voting procedures	Call Center / Credit Inquiry	1.40
08/01/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	2.20
08/01/19	STK	SA	Update master ballot database	Ballots	1.00
08/01/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	1.80
08/01/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	4.00
08/01/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	5.50
08/01/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/02/19	ACC	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.80
08/02/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	1.60
08/02/19	ATO	SA	Quality assurance review of incoming ballots	Ballots	2.10
08/02/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	3.20
08/02/19	BAS	TC	Technical support for exporting ballot data	Ballots	0.20
08/02/19	BAS	TC	Technical support for processing ballots	Ballots	0.20
08/02/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/02/19	CG	TC	Technical support for processing electronically filed ballots	Ballots	1.40
08/02/19	CLL	SA	Review and analyze incoming ballots for validity	Ballots	1.10
08/02/19	CP	DS	Coordinate with Prime Clerk case team and N. Hwangpo (Weil) regarding tabulation issues and preliminary voting results	Solicitation	0.80
08/02/19	CP	DS	Monitor and quality assurance review of voting inquiries	Call Center / Credit Inquiry	0.40
08/02/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	1.30
08/02/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/02/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/02/19	IHC	SA	Record receipt and timeliness of incoming ballots	Ballots	1.50
08/02/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	3.50
08/02/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.00

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08/02/19	KJA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/02/19	KS	TC	Technical support for processing ballots	Ballots	3.90
08/02/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	3.60
08/02/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	4.60
08/02/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	4.80
08/02/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	6.00
08/02/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
08/02/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	4.80
08/02/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	2.40
08/02/19	PL	SA	Update master ballot tabulation database	Ballots	1.60
08/02/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.20
08/02/19	PL	SA	Quality assurance review of incoming ballots	Ballots	2.20
08/02/19	PL	SA	Review and analyze incoming ballots for validity	Ballots	1.80
08/02/19	RCH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/02/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/02/19	RJV	SA	Quality assurance review of incoming ballots	Ballots	0.50
08/02/19	RLI	TC	Technical support for processing ballots	Ballots	1.60
08/02/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.20
08/02/19	RY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	3.70
08/02/19	SHMA	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.30
08/02/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	3.00
08/02/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	1.00
08/02/19	STK	SA	Quality assurance review of incoming ballots	Ballots	1.60
08/02/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	4.20
08/02/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	7.00
08/02/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/03/19	KS	TC	Technical support for processing ballots	Ballots	1.90
08/05/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	2.30
08/05/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	3.50
08/05/19	ATO	SA	Process incoming ballots	Ballots	1.80
08/05/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.40
08/05/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
08/05/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	1.70

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08/05/19	CG	TC	Technical support for processing electronically filed ballots	Ballots	0.80
08/05/19	CJ	DS	Coordinate staffing for ballot-processing and conducting quality assurance review	Solicitation	0.40
08/05/19	CJ	DS	Coordinate processing and conducting quality assurance review of GUC ballots	Solicitation	0.40
08/05/19	CJ	DS	Coordinate and perform quality assurance review of tabulation of master ballots	Solicitation	0.80
08/05/19	CJ	DS	Prepare for, participate in, and conduct follow up call with P. Van Groll (WGM) re PBGC voting	Solicitation	0.40
08/05/19	CJ	DS	Prepare for, participate in, and conduct follow up on communications with N. Hwangpo (WGM) re tabulation questions	Solicitation	0.30
08/05/19	CJ	DS	Prepare for, participate in, and conduct follow up on e-mail from P. DiDonato (WGM) re landlord objection to confirmation and claim of non-receipt of ballots	Solicitation	0.40
08/05/19	CJ	DS	Revise and send PBGC ballot for casting vote against all debtors	Solicitation	0.80
08/05/19	CP	DS	Review emails between Weil team (P. Van Groll, N. Hwangpo) and Prime Clerk team regarding vote declaration and related tabulation issues	Solicitation	0.30
08/05/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	1.20
08/05/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/05/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	2.80
08/05/19	KS	TC	Technical support for processing ballots	Ballots	1.90
08/05/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	1.60
08/05/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	2.40
08/05/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.40
08/05/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.30
08/05/19	MMB	SA	Review correspondence with case team (C. Johnson, P. Labissiere, S. Kesler) and Debtors' counsel (P. Van Groll, N. Hwangpo, P. DiDonato, A. Hwang at Weil, Gotshal) related to vote tabulation and voting results	Solicitation	0.70
08/05/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	3.20
08/05/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	3.90
08/05/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	0.40
08/05/19	OC	TC	Technical support for processing electronically filed ballots	Ballots	1.10
08/05/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.70
08/05/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	4.70
08/05/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center /	0.90

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				Credit Inquiry	
08/05/19	PL	SA	Quality assurance review of incoming ballots	Ballots	2.40
08/05/19	PL	SA	Update master ballot tabulation database	Ballots	2.10
08/05/19	PL	SA	Process incoming master ballots	Ballots	3.70
08/05/19	RLI	TC	Technical support for processing ballots	Ballots	2.40
08/05/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/05/19	RY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.90
08/05/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
08/05/19	STK	SA	Process incoming master ballot forms	Ballots	2.70
08/05/19	STK	SA	Update master ballot tabulation database	Ballots	8.70
08/05/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	1.50
08/05/19	STK	SA	Quality assurance review of incoming ballots	Ballots	2.20
08/05/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.60
08/06/19	ACC	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.90
08/06/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	1.10
08/06/19	AMC	SA	Record receipt and timeliness of incoming ballots	Ballots	4.20
08/06/19	ATO	SA	Process incoming ballots	Ballots	0.40
08/06/19	ATO	SA	Update solicitation team task tracker	Solicitation	0.10
08/06/19	BAS	TC	Technical support for processing ballots	Ballots	0.60
08/06/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/06/19	CJ	DS	Draft and submit e-mail to WGM Team for guidance on tabulation issues	Solicitation	0.40
08/06/19	CJ	DS	Quality assurance review of ballot tabulation	Solicitation	0.60
08/06/19	CJ	DS	Review organization chart for answers to tabulation questions	Solicitation	0.30
08/06/19	CJ	DS	Coordinate and perform quality assurance review of tabulation of votes	Solicitation	1.10
08/06/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	4.50
08/06/19	CP	DS	Coordinate with Prime Clerk case team (P. Labissiere, C. Johnson) regarding ballots of ESL parties (.1); review emails between Prime Clerk case team and Weil (N. Hwangpo) regarding certain ballots and tabulation issues (.3)	Solicitation	0.40
08/06/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	2.30
08/06/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/06/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	5.70
08/06/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	2.30
08/06/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/06/19	JWY	SA	Quality assurance review of ballot intake procedures and	Ballots	5.50

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			processing		
08/06/19	KS	TC	Technical support for processing ballots	Ballots	1.60
08/06/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	2.30
08/06/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.60
08/06/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.70
08/06/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	2.80
08/06/19	OC	TC	Technical support for updating ballot information	Ballots	2.20
08/06/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.80
08/06/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	2.50
08/06/19	PL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.90
08/06/19	PL	SA	Quality assurance review of incoming ballots	Ballots	2.90
08/06/19	PL	SA	Update master ballot tabulation database	Ballots	2.40
08/06/19	RAR	TC	Technical support for updating ballot information	Ballots	1.20
08/06/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/06/19	RJV	SA	Quality assurance review of incoming ballots	Ballots	1.00
08/06/19	RLI	TC	Technical support for processing ballots	Ballots	2.40
08/06/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/06/19	SHMA	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.50
08/06/19	STK	SA	Quality assurance review of incoming ballots	Ballots	1.10
08/06/19	STK	SA	Process incoming master ballot forms	Ballots	4.20
08/06/19	STK	SA	Update master ballot database	Ballots	2.80
08/06/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	1.70
08/06/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.70
08/06/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/07/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.60
08/07/19	AMC	SA	Record receipt and timeliness of incoming ballots	Ballots	3.30
08/07/19	BAS	TC	Technical support for processing ballots	Ballots	0.20
08/07/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/07/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.70
08/07/19	CJ	DS	Analyze debt relationships in connection with tabulation and prepare and circulate chart of same to N. Hwangpo at Weil	Solicitation	1.60
08/07/19	CJ	DS	Compile claim information and present calculation to WGM for tabulating the votes of holders of second lien debt claims across class 2 and class 4	Solicitation	0.80
08/07/19	CJ	DS	Coordinate the tabulation of master ballots submitted by	Solicitation	0.80

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			nominees and agents		
08/07/19	CJ	DS	Prepare for, participate in, and conduct follow-up call with P. DiDonato (WGM) re outstanding tabulation issues	Solicitation	0.50
08/07/19	CJ	DS	Review and analyze organization chart to determine tabulation protocol	Solicitation	0.70
08/07/19	CJ	DS	Review and revise draft voting certification	Solicitation	0.60
08/07/19	CJ	DS	Review pleadings filed that affect tabulation to ensure reflected in voting results	Solicitation	1.10
08/07/19	DS	DS	Review and quality control voting results	Solicitation	0.30
08/07/19	EDR	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/07/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	6.10
08/07/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	4.80
08/07/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	5.50
08/07/19	KS	TC	Technical support for processing ballots	Ballots	0.70
08/07/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.20
08/07/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	1.70
08/07/19	MMB	SA	Confer and coordinate with case team (C. Johnson) re tabulation (.1) and quality assurance review of tabulation organizational chart (1.1)	Disbursements	1.20
08/07/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.80
08/07/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.50
08/07/19	OC	TC	Technical support for updating ballot information	Ballots	1.20
08/07/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.20
08/07/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	2.50
08/07/19	PL	SA	Update master ballot tabulation database	Ballots	1.60
08/07/19	PL	SA	Quality assurance review of incoming ballots	Ballots	3.70
08/07/19	PL	SA	Process incoming master ballots	Ballots	1.50
08/07/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/07/19	RLI	TC	Technical support for processing ballots	Ballots	0.60
08/07/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/07/19	STK	SA	Quality assurance review of incoming ballots	Ballots	1.50
08/07/19	STK	SA	Process incoming master ballot forms	Ballots	4.70
08/07/19	STK	SA	Update master ballot database	Ballots	3.00
08/07/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	0.60
08/07/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.70
08/07/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/08/19	ACC	SA	Quality assurance review of ballot intake procedures and	Ballots	0.60

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			processing		
08/08/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.60
08/08/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
08/08/19	BATA	SA	Review and analyze incoming ballots for validity	Ballots	8.40
08/08/19	CG	TC	Technical support for updating ballot information	Ballots	0.60
08/08/19	CJ	DS	Conduct insider vote analysis	Solicitation	0.20
08/08/19	CJ	DS	Follow up with N. Weber (M-III) on the proper formula for tabulating second lien debt votes across classes 2 and 4	Solicitation	0.30
08/08/19	CJ	DS	Follow up with WGM team on question re: notes and loan issuers and guarantors for tabulation purposes	Solicitation	0.40
08/08/19	CJ	DS	Prepare for, participate in, and conduct follow-up on communications with N. Hwangpo (WGM) re ballots	Solicitation	0.20
08/08/19	CJ	DS	Coordinate tabulation of nominee master ballots	Solicitation	0.70
08/08/19	CMKK	SA	Process incoming ballot	Ballots	0.60
08/08/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/08/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	3.60
08/08/19	JPD	SA	Review and analyze incoming ballots for validity	Ballots	9.30
08/08/19	KS	TC	Technical support for processing ballots	Ballots	2.10
08/08/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.40
08/08/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.60
08/08/19	PL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	2.90
08/08/19	PL	SA	Update master ballot tabulation database	Ballots	2.60
08/08/19	PL	SA	Quality assurance review of incoming ballots	Ballots	3.40
08/08/19	RFA	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/08/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/08/19	STK	SA	Quality assurance review of incoming ballots	Ballots	1.20
08/08/19	STK	SA	Process incoming master ballot forms	Ballots	3.80
08/08/19	STK	SA	Update master ballot database	Ballots	5.10
08/08/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	1.30
08/08/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.40
08/08/19	YBH	SA	Review and analyze incoming ballots for validity	Ballots	8.10
08/09/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
08/09/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.20
08/09/19	CJ	DS	Coordinate master ballot tabulation and preparation of final voting report to meet the deadline to submit voting certification	Solicitation	4.70
08/09/19	CJ	DS	Prepare for, participate in, and conduct follow up call with P. Labisierre and S. Kesler (Prime Clerk) and P. DiDonato	Solicitation	0.60

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			(WGM) re potential adjournment of confirmation hearing		
08/09/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	0.50
08/09/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.80
08/09/19	KS	TC	Technical support for processing ballots	Ballots	0.90
08/09/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.80
08/09/19	PL	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.90
08/09/19	PL	SA	Confer and coordinate with case team (C. Johnson) re solicitation	Solicitation	1.50
08/09/19	PL	SA	Update master ballot tabulation database	Ballots	2.40
08/09/19	PL	SA	Quality assurance review of incoming ballots	Ballots	1.50
08/09/19	RLI	TC	Technical support for processing ballots	Ballots	1.20
08/09/19	STK	SA	Quality assurance review of incoming ballots	Ballots	0.50
08/09/19	STK	SA	Process incoming master ballot forms	Ballots	2.70
08/09/19	STK	SA	Update master ballot tabulation database	Ballots	3.70
08/09/19	STK	SA	Confer and coordinate with case team (C. Johnson) re solicitation	Solicitation	1.50
08/12/19	ACC	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.50
08/12/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	1.80
08/12/19	AMC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.70
08/12/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
08/12/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	1.20
08/12/19	CJ	DS	Prepare list of outstanding tabulation questions for WGM	Solicitation	0.40
08/12/19	CJ	DS	Conduct quality assurance review of tabulation	Solicitation	0.60
08/12/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.30
08/12/19	JJB	SA	Process incoming ballots	Ballots	0.80
08/12/19	JWY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	3.00
08/12/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.60
08/12/19	MMB	SA	Review correspondence with case team (C. Johnson, A. Orchowski, P. Labissiere), Debtors' counsel (N. Hwangpo, P. DiDonato at Weil, Gotshal), and creditors related to ongoing solicitation	Solicitation	0.70
08/12/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	2.50
08/12/19	MMS	SA	Record receipt and timeliness of incoming ballots	Ballots	1.10
08/12/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.90

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08/12/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
08/12/19	RY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	2.30
08/13/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.50
08/13/19	ATO	SA	Update solicitation team task tracker	Solicitation	0.10
08/13/19	ATO	SA	Confer and coordinate with case team re solicitation	Solicitation	0.40
08/13/19	CJ	DS	Draft and send e-mail to P. DiDonato (Weil Gotshal) with outstanding tabulation questions	Solicitation	0.30
08/13/19	CJ	DS	Prepare for, participate in, and conduct follow-up call with P. DiDonato (Weil Gotshal) and P. Labisierre and S. Kesler (Prime Clerk) to discuss outstanding tabulation questions	Solicitation	0.40
08/13/19	CJ	DS	Prepare for, participate in, and conduct follow-up communications with D. Klein (Broadridge) re master ballot in face of new voting deadline	Solicitation	0.30
08/13/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	0.30
08/13/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.50
08/13/19	JWY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.50
08/13/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.80
08/13/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.60
08/13/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	2.30
08/13/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.30
08/13/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.60
08/13/19	SW	DI	Draft Prime Clerk supplemental declaration	Retention / Fee Application	1.20
08/14/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.30
08/14/19	ATO	SA	Prepare for and participate in solicitation team meeting	Solicitation	0.10
08/14/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.50
08/14/19	JWY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.50
08/14/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.60
08/14/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
08/14/19	SKW	CO	Review and file interim fee application	Retention / Fee Application	0.40
08/14/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.40
08/14/19	SW	DI	Finalize interim fee application	Retention / Fee Application	0.30

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08/15/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.40
08/15/19	AMC	SA	Record receipt and timeliness of incoming ballots	Ballots	1.30
08/15/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.40
08/15/19	CJ	DS	Follow up with P. DiDonato (WGM) on tabulation issues	Solicitation	0.30
08/15/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.50
08/15/19	JJB	SA	Process incoming ballots	Ballots	2.90
08/15/19	JWY	SA	Quality assurance review of incoming ballots	Ballots	1.00
08/15/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.40
08/15/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.10
08/15/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
08/15/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.80
08/16/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
08/16/19	ATO	SA	Confer and coordinate with case team re solicitation	Solicitation	0.20
08/16/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.40
08/16/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	2.80
08/16/19	JWY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.50
08/16/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	2.00
08/16/19	RY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.90
08/16/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.80
08/19/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.40
08/19/19	CJ	DS	Follow up with A. Hwang (WGM) on tabulation questions	Solicitation	0.20
08/19/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.80
08/19/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.60
08/19/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.80
08/19/19	RJV	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.50
08/19/19	RLI	TC	Technical support for processing ballots	Ballots	0.60
08/19/19	STK	SA	Review and respond to inquiry from Paloma Van Groll at Kirkland related to solicitation	Solicitation	0.50
08/19/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.20
08/20/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.20
08/20/19	CJ	DS	Coordinate staffing for ballot processing	Solicitation	0.30

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08/20/19	CJ	DS	Prepare for and participate in meeting with S. Kesler (Prime Clerk) to discuss responses to tabulation questions	Call Center / Credit Inquiry	0.20
08/20/19	JJB	SA	Process incoming ballots	Ballots	4.20
08/20/19	JWY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	2.00
08/20/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.40
08/20/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.00
08/21/19	AMC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.70
08/21/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.20
08/21/19	CJ	DS	Coordinate the processing of ballots (and staffing relating thereto)	Solicitation	0.40
08/21/19	CP	DS	Coordinate with G. DePalma, C. Johnson (Prime Clerk) regarding processing of incoming ballot issues	Ballots	0.20
08/21/19	JJB	SA	Process incoming ballots	Ballots	2.90
08/21/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.40
08/21/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.40
08/21/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
08/21/19	SMJ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.40
08/21/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.00
08/22/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.20
08/22/19	ATO	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
08/22/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.40
08/22/19	CJ	DS	Coordinate and perform quality assurance review of ballot-processing	Ballots	0.40
08/22/19	GRD	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/22/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.00
08/22/19	JJB	SA	Process incoming ballots	Ballots	2.90
08/22/19	JWY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.50
08/22/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.60
08/22/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.10
08/22/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.80
08/23/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	2.20
08/23/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.20
08/23/19	CJ	DS	Coordinate the processing of ballots and the quality	Ballots	0.60

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			assurance review thereof		
08/23/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	2.70
08/23/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.00
08/23/19	MMB	SA	Respond to nominee inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.40
08/23/19	MMB	SA	Review correspondence with case team (C. Johnson, S. Kesler) related to plan vote	Solicitation	0.20
08/23/19	MMD	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.40
08/23/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
08/23/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.90
08/23/19	MPW	SA	Review and analyze incoming ballots for validity	Ballots	1.20
08/23/19	RY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.50
08/23/19	STK	SA	Quality assurance review of incoming ballots	Ballots	1.90
08/23/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	1.10
08/26/19	BATA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/26/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.30
08/26/19	CJ	DS	Review draft voting results and draft text of e-mail to WGM to accompany draft voting results	Solicitation	0.40
08/26/19	CJ	DS	Coordinate staffing of balloting processing and quality assurance review	Solicitation	0.30
08/26/19	CP	DS	Coordinate with C. Johnson (Prime Clerk) regarding update for Weil on solicitation information requests	Solicitation	0.10
08/26/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.60
08/26/19	KS	TC	Technical support for processing ballots	Ballots	1.30
08/26/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
08/26/19	RFA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/26/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
08/26/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/26/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	4.80
08/26/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	2.00
08/26/19	STK	SA	Update master ballot database	Ballots	4.20
08/27/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.40
08/27/19	AMA	DI	Confer with B. Bishop re upcoming voting deadline and ballot processing logistics	Solicitation	0.10
08/27/19	BATA	SA	Quality assurance review of incoming ballots	Ballots	8.00

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08/27/19	CJ	DS	Quality assurance review of processing of ballots	Ballots	0.30
08/27/19	CJ	DS	Review interim voting results	Solicitation	0.40
08/27/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	1.10
08/27/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.70
08/27/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.80
08/27/19	RFA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/27/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/27/19	STK	SA	Update master ballot database	Ballots	2.10
08/28/19	ACC	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.20
08/28/19	BATA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/28/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.20
08/28/19	CJ	DS	Coordinate tabulation of ballots and quality assurance of the tabulation	Solicitation	0.40
08/28/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.60
08/28/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.50
08/28/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	4.80
08/28/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.30
08/28/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	0.40
08/28/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
08/28/19	MMS	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.30
08/28/19	RFA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/28/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.50
08/28/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/28/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.20
08/28/19	STK	SA	Update master ballot database	Ballots	1.20
08/29/19	ATO	SA	Confer and coordinate with case team (S. Kesler, C. Liu, R. Vyskicol) re solicitation	Solicitation	1.40
08/29/19	BATA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/29/19	CJ	DS	Prepare for, participate in, and conduct follow-up on call with S. Kesler (Prime Clerk) and P. Van Groll (Weil) on format for reporting voting results	Ballots	0.60
08/29/19	CJ	DS	Prepare for, participate in, and conduct follow-up on meeting with S. Kesler, A. Orchowski, R. Vyskicol, and C. Liu (Prime Clerk) to coordinate tabulation and quality assurance review of incoming ballots	Ballots	1.10
08/29/19	CJ	DS	Review tabulation rules and coordinate the quality assurance review of voting results	Solicitation	1.10

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08/29/19	CLL	SA	Prepare for, participate in, and conduct follow-up on meeting with S. Kesler, A. Orchowski, R. Vyskocil (Prime Clerk) to coordinate tabulation and quality assurance review of incoming ballots	Ballots	1.60
08/29/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.60
08/29/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.10
08/29/19	JWY	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.50
08/29/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
08/29/19	RFA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/29/19	RJV	SA	Prepare for, participate in, and conduct follow-up on meeting with S. Kesler, A. Orchowski, and C. Liu (Prime Clerk) to coordinate tabulation and quality assurance review of incoming ballots	Ballots	1.50
08/29/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/29/19	STK	SA	Prepare for, participate in, and conduct follow-up on call with C. Johnson (Prime Clerk) and P. Van Groll (Weil) on format for reporting voting results	Solicitation	0.60
08/29/19	STK	SA	Prepare for, participate in, and conduct follow-up on meeting with C. Johnson, A. Orchowski, R. Vyskocil, and C. Liu (Prime Clerk) to coordinate tabulation and quality assurance review of incoming ballots	Ballots	1.40
08/29/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	2.30
08/29/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	2.70
08/29/19	STK	SA	Update master ballot database	Ballots	2.60
08/29/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.70
08/30/19	ACJ	DI	Review and file monthly fee statement	Retention / Fee Application	0.20
08/30/19	AMA	DI	Review and revise monthly fee statement	Retention / Fee Application	0.30
08/30/19	BATA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/30/19	BNB	DI	Quality assurance review of incoming ballots	Ballots	0.30
08/30/19	CJ	DS	Conduct quality assurance review of master ballot tabulation	Solicitation	2.20
08/30/19	CJ	DS	Coordinate staffing for the processing and quality-assurance review of ballots	Ballots	0.40
08/30/19	CLL	SA	Review and analyze incoming ballots for validity	Ballots	1.80
08/30/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/30/19	JBZ	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.50
08/30/19	JJB	SA	Quality assurance review of ballot intake procedures and processing	Ballots	1.60

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08/30/19	KS	TC	Technical support for processing ballots	Ballots	0.90
08/30/19	MMB	SA	Respond to nominee inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.60
08/30/19	MMD	SA	Quality assurance review of ballot intake procedures and processing	Ballots	0.80
08/30/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
08/30/19	MPW	SA	Review and analyze incoming ballots for validity	Ballots	0.40
08/30/19	RFA	SA	Quality assurance review of incoming ballots	Ballots	8.00
08/30/19	RSH	SA	Review and analyze incoming ballots for validity	Ballots	8.00
08/30/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	0.80
08/30/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.30
08/30/19	STK	SA	Update master ballot database	Ballots	1.80
08/30/19	STK	SA	Respond to creditor and nominee inquiries related to ongoing solicitation	Call Center / Credit Inquiry	0.40
Total Hours					1025.50

Expense Detail

<u>Description</u>	<u>Units</u>	<u>Rate</u>	<u>Amount</u>
After Hours Transportation			\$1,737.52
Overtime Meals			\$423.24
Total Expenses			\$2,160.76



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Hourly Fees by Employee through September 2019

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
RLI	Lim, Rachel	TC - Technology Consultant	2.60	\$55.00	\$143.00
KS	Singh, Kevin	TC - Technology Consultant	1.50	\$55.00	\$82.50
BAS	Senecal, Brian A	TC - Technology Consultant	0.20	\$70.00	\$14.00
RMA	Allen, Richard M	DI - Director	0.40	\$210.00	\$84.00
JJB	Brito, Joshua J	SA - Solicitation Consultant	18.00	\$215.00	\$3,870.00
MMB	Brown, Mark M	SA - Solicitation Consultant	26.60	\$215.00	\$5,719.00
ACC	Chan, Anita	SA - Solicitation Consultant	1.20	\$215.00	\$258.00
MLC	Crowell, Messiah L	SA - Solicitation Consultant	1.90	\$215.00	\$408.50
DDS	De Souza, Delicia	SA - Solicitation Consultant	0.50	\$215.00	\$107.50
GRD	DePalma, Greg R	SA - Solicitation Consultant	14.80	\$215.00	\$3,182.00
MMD	Diaz, Melissa	SA - Solicitation Consultant	6.20	\$215.00	\$1,333.00
NAMG	Grant, Nikeisha Ann-Marie	SA - Solicitation Consultant	1.00	\$215.00	\$215.00
AJAD	Jadonath, Anna	SA - Solicitation Consultant	2.40	\$215.00	\$516.00
CMKK	Kaufman, Craig M	SA - Solicitation Consultant	1.10	\$215.00	\$236.50
STK	Kesler, Stanislav	SA - Solicitation Consultant	142.30	\$215.00	\$30,594.50
CLL	Liu, Calvin L	SA - Solicitation Consultant	73.80	\$215.00	\$15,867.00
SLL	Lonergan, Senan L	SA - Solicitation Consultant	1.80	\$215.00	\$387.00
OIN	Nnani, Obinna I	SA - Solicitation Consultant	0.80	\$215.00	\$172.00
ATO	Orchowski, Alex T	SA - Solicitation Consultant	14.70	\$215.00	\$3,160.50
AJP	Pierce, Adrian J	SA - Solicitation Consultant	0.80	\$215.00	\$172.00
HST	Taatjes, Hayden S	SA - Solicitation Consultant	1.80	\$215.00	\$387.00
NGT	Taveras, Neurys Gricelyn	SA - Solicitation Consultant	0.80	\$215.00	\$172.00
RJV	Vyskocil, Ryan J	SA - Solicitation Consultant	1.00	\$215.00	\$215.00
MPW	Walsh, Mike P	SA - Solicitation Consultant	0.30	\$215.00	\$64.50
RY	Yan, Raymond	SA - Solicitation Consultant	0.30	\$215.00	\$64.50

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JWY	Ye, Jing Wei	SA - Solicitation Consultant	0.50	\$215.00	\$107.50
JBZ	Zambrano, Jose Brian	SA - Solicitation Consultant	12.20	\$215.00	\$2,623.00
AMA	Adler, Adam M	DI - Director	0.20	\$220.00	\$44.00
ACJ	Jaffar, Amrita C	DI - Director	0.80	\$220.00	\$176.00
SW	Weiner, Shira D	DI - Director	1.30	\$220.00	\$286.00
CJ	Johnson, Craig	DS - Director of Solicitation	42.60	\$240.00	\$10,224.00
CP	Pullo, Christina	DS - Director of Solicitation	1.00	\$240.00	\$240.00
TOTAL:			375.40		\$81,125.50

Hourly Fees by Task Code through September 2019

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	220.10	\$46,636.50
CORP	Corporate Actions	17.00	\$3,817.00
INQR	Call Center / Credit Inquiry	8.40	\$1,806.00
RETN	Retention / Fee Application	1.50	\$330.00
SOLI	Solicitation	128.40	\$28,536.00
TOTAL:		375.40	\$81,125.50

Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
09/02/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	0.50
09/03/19	ATO	SA	Update solicitation team task tracker	Solicitation	0.10
09/03/19	ATO	SA	Quality assurance review of incoming ballots	Ballots	1.40
09/03/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
09/03/19	CJ	DS	Prepare for, participate in, and conduct follow up on communications with P. Van Groll (Weil) on tabulation of master ballots	Solicitation	0.60
09/03/19	CJ	DS	Prepare, review, and report alternate voting results at request of P. Van Groll (Weil)	Solicitation	0.70
09/03/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	1.10
09/03/19	CLL	SA	Respond to nominee inquiries related to solicitation	Call Center / Credit Inquiry	0.80
09/03/19	CLL	SA	Review and analyze incoming ballots for validity	Ballots	2.60
09/03/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	5.60
09/03/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	1.60
09/03/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.80
09/03/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	1.20
09/03/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.30
09/03/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.40
09/03/19	RJV	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	1.00
09/03/19	RLI	TC	Technical support for processing electronically filed ballots	Ballots	0.60
09/03/19	RLI	TC	Technical support for processing ballots	Ballots	0.60
09/03/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	3.70
09/03/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	2.80
09/03/19	STK	SA	Update master ballot database	Ballots	2.80
09/04/19	ATO	SA	Update solicitation team task tracker	Solicitation	0.10
09/04/19	ATO	SA	Quality assurance review of incoming ballots	Ballots	0.30
09/04/19	CJ	DS	Conduct quality assurance review of tabulation rules and results	Solicitation	0.80
09/04/19	CJ	DS	Prepare for and supervise the creation of various voting reports (including consolidated and unconsolidated reports) at counsel's request	Solicitation	1.10
09/04/19	CJ	DS	Prepare for, participate in, and conduct follow up on call with S. Kesler (Prime Clerk) and P. DiDonato (Weil) to	Solicitation	0.40

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			discuss tabulation and reporting voting results		
09/04/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.80
09/04/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	2.20
09/04/19	SLL	SA	Respond to creditor inquiries related to distributions	Call Center / Credit Inquiry	1.80
09/04/19	STK	SA	Prepare for, participate in, and conduct follow up on call with C. Johnson (Prime Clerk) and P.DiDonato (Weil) re discuss tabulation and reporting voting results	Solicitation	0.40
09/04/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	3.50
09/04/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	3.20
09/04/19	STK	SA	Update master ballot database	Ballots	0.50
09/04/19	STK	SA	Review and respond to inquiry from Paloma Van Groll (Weil) related to sears voting report	Solicitation	2.60
09/04/19	STK	SA	Review and respond to inquiry from Phil DiDonatio (Weil) related to voting/release questions	Solicitation	3.00
09/05/19	CJ	DS	Prepare for, participate in, and conduct follow up on e-mails to the Weil Team (S. Singh, P. Van Groll and N. Hwangpo) with questions about vote reporting and format of tabulation results	Solicitation	0.40
09/05/19	CJ	DS	Prepare for, participate in, and conduct follow up on meetings with S. Kesler (Prime Clerk) on vote reporting and format of tabulation results	Solicitation	0.40
09/05/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	0.90
09/05/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	1.20
09/05/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.70
09/05/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
09/05/19	STK	SA	Prepare for, participate in, and conduct follow up on meetings with C. Johnson (Prime Clerk) re vote reporting and format of tabulation results	Solicitation	0.40
09/05/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	3.30
09/05/19	STK	SA	Respond to creditor and nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.20
09/05/19	STK	SA	Update master ballot database	Ballots	3.30
09/06/19	CJ	DS	Conduct quality assurance review of tabulation	Solicitation	1.10
09/06/19	CJ	DS	Coordinate with S. Kesler (Prime Clerk) on preparing the final voting reports as well as responding to Weil's requests for additional reporting and conduct the necessary follow-up	Solicitation	0.50
09/06/19	CJ	DS	Prepare and submit e-mail to M-III team (J. Boffi) for approval of tabulation factors	Solicitation	0.40
09/06/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	8.90
09/06/19	CLL	SA	Review tabulation rules in connection with ballot tabulation	Solicitation	0.90
09/06/19	GRD	SA	Quality assurance review of incoming ballots	Ballots	4.80
09/06/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.90

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09/06/19	KS	TC	Technical support for processing ballots	Ballots	0.70
09/06/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	2.60
09/06/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.20
09/06/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	1.10
09/06/19	RLI	TC	Technical support for processing ballots	Ballots	0.80
09/06/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	2.40
09/06/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	3.50
09/06/19	STK	SA	Update master ballot database	Ballots	2.10
09/06/19	STK	SA	Review and respond to inquiry from Paloma Van Groll (Weil) related to sears voting report	Solicitation	4.50
09/07/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	3.00
09/07/19	STK	SA	Update master ballot database	Ballots	3.00
09/08/19	CJ	DS	Prepare for, respond to, and conduct follow-up on e-mail from P. Van Groll (Weil) re: tabulation	Solicitation	0.20
09/08/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	0.50
09/08/19	STK	SA	Update master ballot database	Ballots	1.00
09/09/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.20
09/09/19	CJ	DS	Follow up with M-III Partners (J. Boffi) for approval of factor used in the tabulation of the noteholder claims	Solicitation	0.20
09/09/19	CJ	DS	Prepare for, participate in, and conduct follow-up on call with S. Kesler (Prime Clerk) and P. Van Groll (Weil) to discuss different (hypothetical) tabulation scenarios	Solicitation	0.60
09/09/19	CJ	DS	Review tabulation reports submitted to counsel	Solicitation	0.60
09/09/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	10.50
09/09/19	CLL	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.50
09/09/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.50
09/09/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	2.20
09/09/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	10.90
09/09/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
09/09/19	MPW	SA	Review and analyze incoming ballots for validity	Ballots	0.20
09/09/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	6.00
09/09/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	4.30
09/09/19	STK	SA	Update master ballot database	Ballots	3.90
09/09/19	STK	SA	Review and respond to inquiry from P. Wan Groll (Weil) related to solicitation and voting reports	Solicitation	4.80
09/10/19	AJAD	SA	Review and analyze incoming ballots for validity	Ballots	1.00
09/10/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.20
09/10/19	CJ	DS	Prepare for, participate in, and conduct follow-up on call	Solicitation	0.30

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			with J. Boffi (M-III Partners) to discuss factor used in tabulation of notes		
09/10/19	CJ	DS	Prepare for, participate in, and conduct follow-up on calls with P. Van Groll (Weil) to answer tabulation questions	Solicitation	0.70
09/10/19	CJ	DS	Prepare for, participate in, and conduct follow-up on conference calls with P. Van Groll (Weil) and S. Kesler (Prime Clerk) to discuss format of voting reporting and reply to questions about tabulation	Solicitation	0.60
09/10/19	CJ	DS	Review and conduct quality assurance check of ballot tabulation	Solicitation	2.10
09/10/19	CJ	DS	Review and revise draft voting declaration	Solicitation	0.80
09/10/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	5.00
09/10/19	CLL	SA	Update master ballot database	Ballots	11.30
09/10/19	CP	DS	Coordinate with C. Johnson, S. Kesler (Prime Clerk) regarding vote tabulation	Solicitation	0.30
09/10/19	GRD	SA	Review and analyze incoming ballots for validity	Ballots	2.80
09/10/19	HST	SA	Quality assurance review of incoming ballots	Ballots	1.80
09/10/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.50
09/10/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.90
09/10/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	9.70
09/10/19	MMB	SA	Respond to creditor inquiry related to Plan distributions	Call Center / Credit Inquiry	0.10
09/10/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
09/10/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.90
09/10/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	4.40
09/10/19	STK	SA	Prepare vote declaration	Solicitation	8.00
09/10/19	STK	SA	Update master ballot database	Ballots	4.00
09/10/19	STK	SA	Review and respond to inquiry from P. DiDonatio (Weil) related to opt out and voting report	Corporate Actions	2.40
09/11/19	AJAD	SA	Review and analyze incoming ballots for validity	Ballots	0.60
09/11/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.10
09/11/19	ATO	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	7.20
09/11/19	ATO	SA	Process incoming ballots	Ballots	0.20
09/11/19	CJ	DS	Prepare for, participate in, and conduct follow-up on call with P. DiDonato (Weil) and S. Kesler (Prime Clerk) on additional exhibits to voting declaration	Solicitation	0.40
09/11/19	CJ	DS	Review and edit draft voting declaration	Solicitation	0.80
09/11/19	CJ	DS	Supervise tabulation and quality assurance checks of the vote	Solicitation	2.10
09/11/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	4.00
09/11/19	CLL	SA	Quality assurance review of incoming master ballots	Ballots	5.30

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09/11/19	CP	DS	Coordinate with Prime Clerk case team regarding proposed changes to vote declaration	Solicitation	0.10
09/11/19	GRD	SA	Review and analyze incoming ballots for validity	Ballots	1.60
09/11/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.30
09/11/19	MMB	SA	Quality assurance review of incoming ballots	Ballots	2.80
09/11/19	STK	SA	Prepare vote declaration	Solicitation	5.00
09/11/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	3.00
09/11/19	STK	SA	Update master ballot database	Ballots	3.40
09/11/19	STK	SA	Review and respond to inquiry from P. DiDonato (Weil) related to opt out and voting report	Corporate Actions	0.60
09/12/19	ATO	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	5.40
09/12/19	CJ	DS	Prepare for, participate in, and conduct follow-up on meetings with S. Kesler (Prime Clerk) re: finalizing voting reports as requested by counsel and/or to be used as exhibits to the voting declaration	Solicitation	1.20
09/12/19	CJ	DS	Prepare for, participate in, and conduct follow-up on meetings with S. Kesler, A. Orchowski, and C. Liu (Prime Clerk) re: finalizing voting reports	Solicitation	0.70
09/12/19	CJ	DS	Prepare for, participate in, and conduct follow-up on phone calls with S. Kesler re: finalizing voting reports and voting declaration	Solicitation	0.60
09/12/19	CJ	DS	Review and revise voting declaration	Solicitation	0.90
09/12/19	CJ	DS	Review invalid ballots and draft notes for excluded ballot report	Solicitation	1.10
09/12/19	CJ	DS	Review, revise, and conduct quality assurance checks of various tabulations and voting reports requested by counsel	Solicitation	3.10
09/12/19	CLL	SA	Quality assurance review of incoming ballots	Ballots	4.70
09/12/19	CLL	SA	Quality assurance review of incoming master ballots	Ballots	4.70
09/12/19	CLL	SA	Prepare vote declaration exhibits	Solicitation	3.00
09/12/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.60
09/12/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.70
09/12/19	KS	TC	Technical support for processing ballots	Ballots	0.80
09/12/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.70
09/12/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
09/12/19	MPW	SA	Review and analyze incoming ballots for validity	Ballots	0.10
09/12/19	NGT	SA	Coordinate and process incoming electronic ballots in connection with audit of same	Ballots	0.80
09/12/19	OIN	SA	Coordinate and process incoming electronic ballots in connection with audit of same	Ballots	0.80
09/12/19	RLI	TC	Technical support for processing ballots	Ballots	0.60
09/12/19	STK	SA	Prepare vote declaration	Solicitation	1.50
09/12/19	STK	SA	Prepare for, participate in, and conduct follow-up on phone calls with C. Johnson re: finalizing voting reports and voting	Solicitation	0.60

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			declaration		
09/12/19	STK	SA	Prepare for, participate in, and conduct follow-up on meetings with C. Johnson, A. Orchowski, and C. Liu (Prime Clerk) re: finalizing voting	Solicitation	0.70
09/12/19	STK	SA	Prepare for, participate in, and conduct follow-up on meetings with C. Johnson (Prime Clerk) re: finalizing voting reports as requested by counsel to be used as exhibits to the voting declaration	Solicitation	1.20
09/12/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	3.70
09/12/19	STK	SA	Update master ballot database	Ballots	3.00
09/12/19	STK	SA	Review and respond to inquiry from N. Hwangpo (Weil) related to voting reports and vote declaration	Solicitation	1.30
09/13/19	CJ	DS	Conduct quality assurance review of text of voting declaration and accompanying voting exhibits	Solicitation	2.20
09/13/19	CJ	DS	Prepare for, participate in, and conduct follow-up on calls with A. Hwang (Weil) on edits to voting declaration	Solicitation	0.50
09/13/19	CJ	DS	Prepare for, participate in, and conduct follow-up on calls with P. DiDonato (Weil) on edits to voting declaration	Solicitation	0.40
09/13/19	CJ	DS	Prepare for, participate in, and conduct follow-up on meetings with S. Kesler (Prime Clerk) re: finalizing voting reports as requested by counsel and/or to be used as exhibits to the voting declaration	Solicitation	1.30
09/13/19	CJ	DS	Review notes on excluded ballot reports to ensure consistency	Solicitation	1.10
09/13/19	CJ	DS	Review, edit, finalize, and file voting declaration	Solicitation	3.80
09/13/19	CLL	SA	Quality assurance review of incoming master ballots	Ballots	1.50
09/13/19	CLL	SA	Prepare vote declaration exhibits	Solicitation	6.50
09/13/19	CP	DS	Coordinate with C. Johnson (Prime Clerk) regarding updates to vote declaration (.2); review emails between Prime Clerk case team (C. Johnson, S. Kesler) and Weil (P. DiDonato, A. Hwang, N. Hwangpo) regarding same (.2)	Solicitation	0.40
09/13/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.50
09/13/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.40
09/13/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
09/13/19	STK	SA	Prepare vote declaration	Solicitation	6.90
09/13/19	STK	SA	Prepare for, participate in, and conduct follow-up on meetings with C. Johnson (Prime Clerk) re finalizing voting reports as requested by counsel and/or to be used as exhibits to the voting declaration	Solicitation	1.30
09/13/19	STK	SA	Review and analyze incoming ballots for validity	Ballots	6.00
09/13/19	STK	SA	Review and respond to inquiry from P. DiDonato (Weil) related to opt out and voting report	Corporate Actions	1.10
09/16/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
09/16/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.30
09/16/19	CJ	DS	Prepare for, participate in, and conduct follow up on	Solicitation	0.30

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			meetings with S. Kesler (Prime Clerk) on inquiry from Simmons Bedding		
09/16/19	CJ	DS	Review docket for objections to confirmation and other pleadings that may be germane to the voting in connection with preparing for confirmation hearing	Solicitation	0.70
09/16/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.70
09/16/19	STK	SA	Prepare for, participate in, and conduct follow up on meetings with C. Johnson (Prime Clerk) on inquiry from Simmons Bedding	Solicitation	0.50
09/16/19	STK	SA	Review and respond to inquiry from P. DiDonato (Weil) related to solicitation of creditors	Solicitation	2.60
09/17/19	CJ	DS	Prepare for, participate in, and conduct follow-up on call with P. DiDonato (Weil) on status of confirmation hearing	Solicitation	0.10
09/17/19	DDS	SA	Quality assurance review of incoming ballots	Ballots	0.50
09/17/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
09/17/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.50
09/18/19	ACC	SA	Quality assurance review of incoming ballots	Ballots	0.10
09/18/19	CJ	DS	Coordinate with S. Kesler on providing A. Hwang (Weil) figures and statistics pertaining to solicitation and conduct the necessary follow-up	Solicitation	0.20
09/18/19	CJ	DS	Review and revise draft administrative expense claim settlement opt-out form and procedures	Corporate Actions	1.40
09/18/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
09/18/19	RY	SA	Quality assurance review of incoming ballots	Ballots	0.30
09/18/19	STK	SA	Coordinate with C. Johnson on providing A. Hwang (Weil) figures and statistics pertaining to solicitation and conduct the necessary follow-up	Solicitation	0.30
09/18/19	STK	SA	Respond to creditor and nominee inquiries related to solicitation	Call Center / Credit Inquiry	1.90
09/18/19	STK	SA	Review and respond to inquiry from A. Hwang (Weil) related to opt out parties	Corporate Actions	0.50
09/19/19	CJ	DS	Review pleadings that may raise questions pertaining to voting declaration	Solicitation	0.60
09/19/19	CJ	DS	Review, revise, and circulate to A. Hwang and P. DiDonato (Weil) administrative expense settlement opt-out election forms	Corporate Actions	1.10
09/19/19	CP	DS	Coordinate with Prime Clerk case team regarding administrative settlement opt out form	Corporate Actions	0.20
09/19/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.90
09/19/19	STK	SA	Review and respond to inquiry from A. Hwang (Weil) related to opt out parties	Corporate Actions	3.90
09/20/19	ACC	SA	Quality assurance review of incoming ballots	Ballots	0.10
09/20/19	CJ	DS	Respond to e-mail from R. Yeh (Clearly Gottlieb) re: Exhibit B to voting declaration	Solicitation	0.60
09/20/19	CJ	DS	Provide further revisions to administrative expense claim	Corporate	0.40

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			settlement opt-out form	Actions	
09/20/19	CMKK	SA	Respond to creditor inquiries related to plan	Call Center / Credit Inquiry	0.70
09/20/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
09/20/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.10
09/23/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
09/23/19	ACJ	DI	Review and respond to email correspondence re upcoming opt-out logistics; meet and confer with C. Liu re same	Corporate Actions	0.60
09/23/19	AMA	DI	Review email re opt out process; call with C. Johnson re same	Corporate Actions	0.20
09/23/19	CJ	DS	Coordinate with A. Adler (Prime Clerk) on the prospective procedures for processing incoming administrative expense claim settlement opt-out forms	Corporate Actions	0.10
09/23/19	CJ	DS	Prepare for, participate in, and conduct follow-up on call with P. DiDonato (Weil) on proposed revised Exhibit B to the voting declaration	Solicitation	0.20
09/23/19	CJ	DS	Prepare for, participate in, and conduct follow-up on call with R. Yeh (Clearly) on proposed revised Exhibit B to the voting declaration	Solicitation	0.10
09/23/19	CJ	DS	Prepare for, participate in, and conduct follow-up on meetings with C. Liu and R. Allen (Prime Clerk) on administrative expense claim settlement and corresponding opt-out form and the process and logistics for generating, mailing, and processing such forms	Corporate Actions	0.40
09/23/19	CJ	DS	Prepare procedures for processing and reporting on administrative expense claim settlement opt-out forms	Corporate Actions	0.40
09/23/19	CJ	DS	Review and revise draft administrative expense claim settlement opt-out form and term sheet and circulate comments to A. Hwang (Weil)	Corporate Actions	0.70
09/23/19	CLL	SA	Prepare for, participate in, and conduct follow-up on meetings with C. Liu and R. Allen (Prime Clerk) on administrative expense claim settlement and corresponding opt-out form and the process and logistics for generating, mailing, and processing such forms	Corporate Actions	0.60
09/23/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
09/23/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.70
09/23/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
09/23/19	RMA	DI	Prepare for, participate in, and conduct follow-up on meetings with C. Liu and C. Johnson (Prime Clerk) on administrative expense claim settlement and corresponding opt-out form and the process and logistics for generating, mailing, and processing such forms	Corporate Actions	0.40
09/24/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
09/24/19	AJAD	SA	Quality assurance review of incoming ballot	Ballots	0.80
09/24/19	CJ	DS	Coordinate with S. Kesler (Prime Clerk) on the preparation of revised exhibit of invalid votes to be shared with Cleary Gottlieb and filed	Solicitation	0.20

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09/24/19	CJ	DS	Prepare for, participate in, and conduct follow-up on e-mail with N. Hwangpo (Weil) on timetable for service of administrative expense claim settlement opt-out forms	Corporate Actions	0.20
09/24/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
09/24/19	STK	SA	Coordinate with C. Johnson (Prime Clerk) on the preparation of revised exhibit of invalid votes to be shared with Cleary Gottlieb and filed	Solicitation	0.20
09/24/19	STK	SA	Prepare for and coordinate with R. Allen and C. Johnson (Prime Clerk) on noticing requirements relating to service and publication of administrative expense claim settlement opt-out forms and procedures	Corporate Actions	0.30
09/24/19	STK	SA	Prepare updated report of excluded ballots	Solicitation	0.70
09/25/19	CJ	DS	Review revised exhibit B to voting declaration (invalid ballot report) in preparation for filing	Solicitation	0.30
09/25/19	CMKK	SA	Respond to creditor inquiries related to solicitation	Call Center / Credit Inquiry	0.40
09/25/19	STK	SA	Prepare vote declaration	Solicitation	1.20
09/25/19	SW	DI	Draft monthly fee statement	Retention / Fee Application	1.30
09/26/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
09/26/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.50
09/26/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.90
09/27/19	ACC	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
09/27/19	ACJ	DI	Review and file monthly fee statement	Retention / Fee Application	0.20
09/27/19	CJ	DS	Review pleadings affecting voting in connection with preparations for confirmation hearing	Solicitation	0.40
09/27/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.30
09/27/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.90
09/30/19	CJ	DS	Draft and circulate to M. Korycki (M-III Partners) draft talking points relating to administrative expense claims opt-out process	Corporate Actions	0.90
09/30/19	CJ	DS	Review and revise draft administrative expense claims opt-out form and procedures	Corporate Actions	0.60
09/30/19	JWY	SA	Quality assurance review of incoming ballots	Ballots	0.50
09/30/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.60
Total Hours					375.40

Expense Detail

<u>Description</u>	<u>Units</u>	<u>Rate</u>	<u>Amount</u>
After Hours Transportation			\$914.35

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Expense Detail

<u>Description</u>	<u>Units</u>	<u>Rate</u>	<u>Amount</u>
Overtime Meals			\$260.00
	Total Expenses		\$1,174.35



One Grand Central Place
60 East 42nd Street, Suite 1440
New York, NY 10165

primeclerk.com

Hourly Fees by Employee through October 2019

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
OC	Conteh, Omaru	TC - Technology Consultant	1.90	\$45.00	\$85.50
RAR	Reyes, Ronald A	TC - Technology Consultant	1.70	\$45.00	\$76.50
CG	Gomez, Christine	TC - Technology Consultant	1.10	\$55.00	\$60.50
KS	Singh, Kevin	TC - Technology Consultant	9.40	\$55.00	\$517.00
BAS	Senecal, Brian A	TC - Technology Consultant	1.80	\$70.00	\$126.00
DDS	De Souza, Delicia	CO - Consultant	0.50	\$125.00	\$62.50
RMA	Allen, Richard M	DI - Director	1.30	\$210.00	\$273.00
BNB	Bishop, Brandon N	DI - Director	0.20	\$210.00	\$42.00
JJB	Brito, Joshua J	SA - Solicitation Consultant	7.20	\$215.00	\$1,548.00
MMB	Brown, Mark M	SA - Solicitation Consultant	4.00	\$215.00	\$860.00
MJCA	Carpenter, Mary J	SA - Solicitation Consultant	4.40	\$215.00	\$946.00
MLC	Crowell, Messiah L	SA - Solicitation Consultant	8.00	\$215.00	\$1,720.00
MMD	Diaz, Melissa	SA - Solicitation Consultant	2.10	\$215.00	\$451.50
SRG	Gillard, Savanah R	SA - Solicitation Consultant	20.00	\$215.00	\$4,300.00
JJG	Gomez, Joel J	SA - Solicitation Consultant	1.30	\$215.00	\$279.50
NAMG	Grant, Nikeisha Ann-Marie	SA - Solicitation Consultant	12.90	\$215.00	\$2,773.50
NHE	Henegan, Nazir	SA - Solicitation Consultant	0.40	\$215.00	\$86.00
CMKK	Kaufman, Craig M	SA - Solicitation Consultant	0.80	\$215.00	\$172.00
STK	Kesler, Stanislav	SA - Solicitation Consultant	43.50	\$215.00	\$9,352.50
SAK	Korniewicz, Sara A	SA - Solicitation Consultant	23.00	\$215.00	\$4,945.00
CLL	Liu, Calvin L	SA - Solicitation Consultant	1.50	\$215.00	\$322.50
OIN	Nnani, Obinna I	SA - Solicitation Consultant	15.30	\$215.00	\$3,289.50
AJP	Pierce, Adrian J	SA - Solicitation Consultant	0.20	\$215.00	\$43.00
RJV	Vyskocil, Ryan J	SA - Solicitation Consultant	12.50	\$215.00	\$2,687.50
JBZ	Zambrano, Jose Brian	SA - Solicitation Consultant	1.50	\$215.00	\$322.50

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SZ	Zhen, Samantha	SA - Solicitation Consultant	1.40	\$215.00	\$301.00
ACJ	Jaffar, Amrita C	DI - Director	1.90	\$220.00	\$418.00
SW	Weiner, Shira D	DI - Director	1.40	\$220.00	\$308.00
CJ	Johnson, Craig	DS - Director of Solicitation	36.00	\$240.00	\$8,640.00
CP	Pullo, Christina	DS - Director of Solicitation	0.70	\$240.00	\$168.00
TOTAL:			217.90		\$45,177.00

Hourly Fees by Task Code through October 2019

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	123.10	\$23,913.50
CORP	Corporate Actions	28.20	\$6,268.50
DISB	Disbursements	1.40	\$301.00
INQR	Call Center / Credit Inquiry	29.50	\$6,345.00
RETN	Retention / Fee Application	1.70	\$374.00
SOLI	Solicitation	34.00	\$7,975.00
TOTAL:		217.90	\$45,177.00

Time Detail

<u>Date</u>	<u>Emp</u>	<u>Title</u>	<u>Description</u>	<u>Task</u>	<u>Hours</u>
10/01/19	ACJ	DI	Review and respond to email correspondence re upcoming opt-in and opt-out processing	Corporate Actions	0.60
10/01/19	CJ	DS	Prepare for, participate in, and conduct follow up on discussions with A. Hwang (WGM) on rules for opt-in and opt-out of administrative expense claim settlement	Corporate Actions	0.30
10/01/19	CJ	DS	Coordinate with C. Pullo (Prime Clerk) on mechanics for opt-in and opt-out of administrative expense claim settlement	Corporate Actions	0.40
10/01/19	CJ	DS	Prepare for, participate in, and conduct follow up on discussions with S. Kesler (Prime Clerk) and P. DiDonato (WGM) on proposed edits to the opt-in and opt-out of administrative expense claim settlement form	Corporate Actions	0.40
10/01/19	CJ	DS	Review drafts of administrative expense claim settlement opt-in and opt-out documents	Corporate Actions	0.70
10/01/19	CJ	DS	Review pleadings for any objections pertaining to solicitation and tabulation in preparation for confirmation hearing	Solicitation	0.60
10/01/19	CP	DS	Coordinate with C. Johnson regarding administrative claim settlement forms	Corporate Actions	0.40
10/01/19	STK	SA	Prepare for, participate in, and conduct follow up on discussions with S. Kesler (Prime Clerk) and P. DiDonato (WGM) on proposed edits to the opt-in and opt-out of administrative expense claim settlement form	Corporate Actions	0.40
10/02/19	CJ	DS	Prepare for participation in confirmation as declarant (in support of voting declaration) including reviewing voting results, valid ballots, invalid ballots, and objections to confirmation	Solicitation	1.90
10/02/19	CJ	DS	Prepare to participate in confirmation hearing as declarant including reviewing voting declaration and final results, ballots, affidavits of service, and objections	Solicitation	4.20
10/02/19	CP	DS	Coordinate with Prime Clerk case team regarding confirmation hearing preparations and status	Solicitation	0.20
10/02/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.20
10/02/19	STK	SA	Review and respond to inquiry from Phil DiDonato (Weil) related to sears updated vote declaration defective exhibits	Solicitation	0.70
10/03/19	CJ	DS	Participate in confirmation hearing as declarant in support of voting declaration	Solicitation	7.10
10/03/19	CJ	DS	Prepare for participation in confirmation as declarant (in support of voting declaration) including reviewing voting results, valid ballots, invalid ballots, and objections to confirmation	Solicitation	2.70
10/03/19	CJ	DS	Coordinate with S. Kesler (Prime Clerk) regarding service of administrative expense claim settlement opt-out and opt-in	Corporate Actions	0.40

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			form		
10/03/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.40
10/03/19	STK	SA	Coordinate with C. Johnson (Prime Clerk) regarding service of administrative expense claim settlement opt-out and opt-in form	Corporate Actions	0.40
10/04/19	ACJ	DI	Review and respond to email correspondence re upcoming opt-in and opt-out processing	Corporate Actions	0.10
10/04/19	CJ	DS	Gather background information and prepare to participate in continued confirmation hearing on October 7	Solicitation	0.40
10/04/19	CJ	DS	Prepare for, participate in, and conduct follow up on call with P. DiDonato (WGM) on status of administrative expense claim settlement opt-out and opt-in election form	Corporate Actions	0.30
10/04/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.10
10/04/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.70
10/04/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.30
10/07/19	ACJ	DI	Review and respond to email correspondence re upcoming opt-in and opt-out processing	Corporate Actions	0.10
10/07/19	CJ	DS	Participate in confirmation hearing as declarant (voting declaration) (4.4) and 1/2 round-trip travel time to courthouse (0.8)	Solicitation	5.20
10/07/19	CJ	DS	Prepare for participation in confirmation hearing as declarant (voting declaration) including reviewing, among other things, voting results, voting details, alternate voting scenarios, ballots, affidavits of service, and newly-filed objections (2.9 hours)	Solicitation	2.90
10/07/19	CJ	DS	Confer with S. Kesler (Prime Clerk) re: preparing tabulation reports for WGM at the request of P. Van Groll (WGM)	Solicitation	0.50
10/07/19	CJ	DS	Review and provide edits to spreadsheets of voting detail compiled by S. Kelser (Prime Clerk) as requested by P. Van Groll (WGM)	Solicitation	0.60
10/07/19	CJ	DS	Review and analyze administrative expense claim opt-out and opt-in program and the procedures for processing thereof	Corporate Actions	0.40
10/07/19	JBZ	SA	Record receipt and timeliness of incoming ballots	Ballots	0.30
10/07/19	STK	SA	Confer with C. Johnson (Prime Clerk) re: preparing tabulation reports for WGM at the request of P. Van Groll (WGM)	Solicitation	0.50
10/07/19	STK	SA	Review and respond to inquiry from P. Van Groll (Weil) related to tabulation reports	Solicitation	2.00
10/08/19	ACJ	DI	Review and respond to email correspondence re upcoming opt-in and opt-out processing	Corporate Actions	0.10
10/08/19	CJ	DS	Confer with S. Kesler (Prime Clerk) on administrative expense claims consent program opt-in and opt-outs and the collection of elections	Corporate Actions	0.10
10/08/19	CJ	DS	Prepare for, participate in, and conduct follow-up on communications with P. DiDonato (WGM) on final drafts of administrative expense consent program opt-out and opt-in	Corporate Actions	0.60

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			form		
10/08/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.00
10/08/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.30
10/08/19	STK	SA	Confer with C. Johnson (Prime Clerk) on administrative expense claims consent program opt-in and opt-outs and the collection of elections	Corporate Actions	0.50
10/08/19	STK	SA	Review and respond to inquiry from P. DiDonato (Weil) related to classification and distribution	Disbursements	1.40
10/09/19	CJ	DS	Prepare to serve notice of administrative expense claims settlement consent program and customized forms	Corporate Actions	1.10
10/09/19	STK	SA	Review and respond to inquiry from P. DiDonato (Weil) related to voting tabulation	Solicitation	0.50
10/10/19	ACJ	DI	Meet and confer with Prime Clerk team (C. Johnson and B. Bishop) re upcoming opt-in and opt-out forms	Corporate Actions	0.70
10/10/19	BNB	DI	Meet and confer with Prime Clerk team (A. Jaffar) re registration forms processing and quality assurance review logistics	Corporate Actions	0.20
10/10/19	CJ	DS	Confer with A. Jaffar and B. Bishop regarding quality assurance review of procedures for processing returned administrative expense consent program opt-out and opt-in forms	Corporate Actions	0.60
10/11/19	CJ	DS	Finalize administrative expense claims opt-in / opt-out forms and prepare for mailing	Corporate Actions	0.40
10/11/19	KS	TC	Technical support for processing of ballots	Ballots	0.60
10/11/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
10/11/19	OC	TC	Technical support for exporting ballot data	Ballots	0.70
10/14/19	SW	DI	Draft monthly fee statement	Retention / Fee Application	1.20
10/15/19	CJ	DS	Review and analyze logistics for remaining section 327 fees and expenses at request of M. Korycki (M-III Partners)	Solicitation	0.50
10/15/19	CJ	DS	Coordinate preparations for the receipt and processing of returned administrative expense claim consent program opt-in / opt-out Forms	Corporate Actions	0.40
10/15/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.10
10/16/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
10/16/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	1.30
10/16/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.10
10/16/19	OC	TC	Technical support for processing electronically filed ballots	Ballots	1.20
10/17/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.40
10/18/19	AJP	SA	Quality assurance review of incoming ballots	Ballots	0.20
10/18/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.20
10/18/19	MJCA	SA	Review and analyze incoming ballots for validity	Ballots	0.50

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10/18/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.20
10/18/19	NHE	SA	Record receipt and timeliness of incoming ballots	Ballots	0.20
10/21/19	BAS	TC	Technical support for processing ballots	Ballots	0.20
10/21/19	JBZ	SA	Quality assurance review of incoming ballots	Ballots	0.30
10/21/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.80
10/21/19	KS	TC	Technical support for exporting ballot data	Ballots	3.10
10/21/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.40
10/21/19	RJV	SA	Review and analyze incoming opt in/ opt outs for validity	Ballots	0.50
10/21/19	STK	SA	Review and respond to inquiry from M. Korycki (M-III) related to ongoing administrative claim opt in/opt out	Corporate Actions	0.30
10/22/19	BAS	TC	Technical support for processing ballots	Ballots	0.40
10/22/19	KS	TC	Technical support for processing ballots	Ballots	0.60
10/22/19	MMB	SA	Respond to creditor inquiries related to Plan distributions	Call Center / Credit Inquiry	0.20
10/22/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.50
10/22/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt in and opt out	Call Center / Credit Inquiry	3.20
10/23/19	CLL	SA	Process opt out forms	Corporate Actions	1.50
10/23/19	CMKK	SA	Review and analyze incoming ballots for validity	Ballots	0.80
10/23/19	CP	DS	Coordinate with Prime Clerk case team regarding administrative expense claim opt out inquiry	Call Center / Credit Inquiry	0.10
10/23/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	2.10
10/23/19	MMB	SA	Respond to creditor inquiries related to Plan solicitation	Call Center / Credit Inquiry	0.30
10/23/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
10/23/19	OIN	SA	Record receipt and timeliness of incoming ballots	Ballots	1.50
10/23/19	RJV	SA	Review and analyze incoming opt ion/opt outs for validity	Ballots	2.00
10/23/19	STK	SA	Quality assurance review of incoming administrative claim opt in and opt out	Ballots	1.30
10/23/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt in and opt out	Call Center / Credit Inquiry	2.40
10/24/19	BAS	TC	Technical support for processing ballots	Ballots	0.40
10/24/19	CJ	DS	Prepare for, participate in, and conduct follow-up on conference call with S. Kesler and R. Allen (Prime Clerk) and M. Korycki to discuss reporting on participation in administrative expense claim consent program	Corporate Actions	0.20
10/24/19	CJ	DS	Confer with S. Kesler and R. Allen (Prime Clerk) to discuss reporting on participation in administrative expense claim consent program	Corporate Actions	0.40
10/24/19	DDS	CO	Process incoming opt out forms	Corporate	0.50

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				Actions	
10/24/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.40
10/24/19	JJG	SA	Review and analyze incoming ballots for validity	Ballots	1.30
10/24/19	KS	TC	Technical support for exporting ballot data	Ballots	0.90
10/24/19	MJCA	SA	Process incoming opt out forms	Corporate Actions	0.40
10/24/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	1.40
10/24/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.50
10/24/19	OIN	SA	Record receipt and timeliness of incoming ballots	Ballots	1.80
10/24/19	RAR	TC	Technical support for exporting ballot data	Ballots	1.70
10/24/19	RJV	SA	Review and analyze incoming opt in/opt outs for validity	Corporate Actions	2.00
10/24/19	RJV	SA	Respond to creditor inquiries related to distributions	Call Center / Credit Inquiry	0.50
10/24/19	RMA	DI	Prepare for, participate in, and conduct follow-up on conference call with S. Kesler and C. Johnson (Prime Clerk) and M. Korycki to discuss reporting on participation in administrative expense claim consent program	Solicitation	0.40
10/24/19	RMA	DI	Confer with S. Kesler and C. Johnson (Prime Clerk) to discuss reporting on participation in administrative expense claim consent program and related follow-up	Solicitation	0.60
10/24/19	SAK	SA	Review and analyze incoming ballots for validity	Ballots	3.00
10/24/19	STK	SA	Quality assurance review of incoming administrative claim opt in and opt out	Ballots	2.10
10/24/19	STK	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
10/24/19	STK	SA	Prepare for, participate in, and conduct follow-up on conference call with C. Johnson and R. Allen (Prime Clerk) and M. Korycki to discuss reporting on participation in administrative expense claim consent program	Corporate Actions	0.40
10/24/19	STK	SA	Confer with C Johnson and R. Allen (Prime Clerk) to discuss reporting on participation in administrative expense claim consent program	Corporate Actions	0.40
10/24/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt in and opt out	Call Center / Credit Inquiry	1.70
10/24/19	STK	SA	Review and respond to inquiry from A. Hwang (Weil) related to administrative claim opt in/opt out	Corporate Actions	0.20
10/24/19	SZ	SA	Review and analyze incoming ballots for validity	Ballots	1.00
10/25/19	CJ	DS	Coordinate the processing of claims consent program forms and reporting results thereof	Corporate Actions	0.70
10/25/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
10/25/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
10/25/19	OIN	SA	Record receipt and timeliness of incoming ballots	Ballots	3.00
10/25/19	RJV	SA	Respond to creditor inquiries related to distributions	Call Center / Credit Inquiry	2.50

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10/25/19	SAK	SA	Review and analyze incoming ballots for validity	Ballots	4.70
10/25/19	SRG	SA	Review and analyze incoming ballots for validity	Ballots	5.80
10/25/19	STK	SA	Quality assurance review of incoming ballots	Ballots	1.80
10/25/19	STK	SA	Review and respond to inquiry from K. TumSuden (Weil) related to ongoing administrative claim opt in and opt out	Corporate Actions	0.20
10/25/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt in and opt out	Call Center / Credit Inquiry	1.60
10/28/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
10/28/19	CG	TC	Technical support for exporting ballot data	Ballots	0.60
10/28/19	CJ	DS	Review claim consent program documents and compile list of outstanding questions for Weil	Corporate Actions	0.70
10/28/19	CJ	DS	Prepare for, participate in, and conduct follow-up on meeting with S. Kesler and R. Allen (Prime Clerk) re processing claim consent program forms and reporting on the results thereof	Corporate Actions	0.90
10/28/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.40
10/28/19	MJCA	SA	Quality assurance review of opt out forms	Ballots	1.30
10/28/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	1.20
10/28/19	MMB	SA	Respond to creditors inquiries related to distributions and administrative expense claim consent program	Call Center / Credit Inquiry	0.70
10/28/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.10
10/28/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	4.00
10/28/19	OIN	SA	Record receipt and timeliness of incoming ballots	Ballots	2.00
10/28/19	RJV	SA	Respond to creditor inquiries related to distributions	Call Center / Credit Inquiry	0.50
10/28/19	RMA	DI	Prepare for, participate in, and conduct follow-up on meeting with C. Johnson and S. Kesler (Prime Clerk) re: processing claim consent program forms and reporting on the results thereof	Corporate Actions	0.30
10/28/19	SAK	SA	Review and analyze incoming ballots for validity	Ballots	2.80
10/28/19	SRG	SA	Review and analyze incoming ballots for validity	Ballots	1.20
10/28/19	STK	SA	Create and format preliminary opt in and opt out report for circulation to case professionals	Ballots	1.10
10/28/19	STK	SA	Quality assurance review of opt in and opt out forms	Ballots	1.90
10/28/19	STK	SA	Prepare for, participate in, and conduct follow-up on meeting with J. Johnson and R. Allen (Prime Clerk) re: processing administrative claim consent program forms and reporting on the results thereof	Corporate Actions	1.00
10/28/19	STK	SA	Review and respond to inquiry from P. DiDonato (Weil) and K. TumSuden (M-III) related to administrative claim opt in and opt out	Corporate Actions	0.20
10/28/19	STK	SA	Review and respond to inquiry from A. Hwang (Weil) related to administrative claim opt in/opt out	Corporate Actions	0.70
10/28/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt on/opt out	Call Center / Credit Inquiry	3.10

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10/29/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
10/29/19	CJ	DS	Prepare for, participate in, and conduct follow up on call with A. Hwang (Weil) re processing opt-in and opt-out forms	Corporate Actions	0.40
10/29/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.90
10/29/19	KS	TC	Technical support for exporting ballot data	Ballots	1.20
10/29/19	MJCA	SA	Quality assurance review of incoming ballots	Ballots	0.60
10/29/19	MJCA	SA	Quality assurance review of opt out forms	Corporate Actions	1.60
10/29/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	2.40
10/29/19	MMB	SA	Respond to creditors inquiries related to distributions and administrative expense claim consent program	Call Center / Credit Inquiry	0.70
10/29/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.40
10/29/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	2.40
10/29/19	OIN	SA	Record receipt and timeliness of incoming ballots	Ballots	2.50
10/29/19	RJV	SA	Respond to creditor inquiries related to distributions	Call Center / Credit Inquiry	2.00
10/29/19	SAK	SA	Review and analyze incoming ballots for validity	Ballots	4.60
10/29/19	SRG	SA	Review and analyze incoming ballots for validity	Ballots	4.20
10/29/19	STK	SA	Create and format preliminary opt in and opt out report for circulation to case professionals	Corporate Actions	1.00
10/29/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt on/opt out	Call Center / Credit Inquiry	2.90
10/30/19	ACJ	DI	Review and file monthly fee application	Retention / Fee Application	0.30
10/30/19	BAS	TC	Technical support for updating ballot information	Ballots	0.20
10/30/19	CG	TC	Technical support for exporting ballot data	Ballots	0.50
10/30/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.60
10/30/19	KS	TC	Technical support for exporting ballot data	Ballots	1.80
10/30/19	MMB	SA	Respond to creditors inquiries related to distributions and administrative expense claim consent program	Call Center / Credit Inquiry	0.90
10/30/19	MMB	SA	Review correspondence with case team (S. Kesler), counsel (P. DiDonato of Weil, Gotshal), nominees, and creditors related to administrative expense claims consent program	Corporate Actions	0.40
10/30/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	1.00
10/30/19	OIN	SA	Record receipt and timeliness of incoming ballots	Ballots	2.50
10/30/19	RJV	SA	Respond to creditor inquiries related to opt-in and opt-out forms	Call Center / Credit Inquiry	1.50
10/30/19	SAK	SA	Review and analyze incoming ballots for validity	Ballots	3.70
10/30/19	SRG	SA	Review and analyze incoming ballots for validity	Ballots	4.00
10/30/19	STK	SA	Process incoming opt in and opt out forms	Corporate Actions	1.50
10/30/19	STK	SA	Create and format preliminary opt in and opt out report for circulation to case professionals	Corporate Actions	1.70

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10/30/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt on/opt out	Call Center / Credit Inquiry	1.60
10/30/19	SW	DI	Finalize monthly fee statement for filing	Retention / Fee Application	0.20
10/31/19	JJB	SA	Quality assurance review of incoming ballots	Ballots	0.70
10/31/19	KS	TC	Technical support for exporting ballot data	Ballots	1.20
10/31/19	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.80
10/31/19	MLC	SA	Review and analyze incoming ballots for validity	Ballots	0.10
10/31/19	MMD	SA	Record receipt and timeliness of incoming ballots	Ballots	0.80
10/31/19	NAMG	SA	Record receipt and timeliness of incoming ballots	Ballots	2.00
10/31/19	NHE	SA	Quality assurance review of incoming ballots	Ballots	0.20
10/31/19	OIN	SA	Record receipt and timeliness of incoming ballots	Ballots	2.00
10/31/19	RJV	SA	Respond to creditor inquiries related to opt-in and opt-out event	Call Center / Credit Inquiry	1.00
10/31/19	SAK	SA	Review and analyze incoming ballots for validity	Ballots	4.20
10/31/19	SRG	SA	Review and analyze incoming ballots for validity	Ballots	4.80
10/31/19	STK	SA	Create and format preliminary opt in and opt out report for circulation to case professionals	Corporate Actions	1.00
10/31/19	STK	SA	Respond to creditor inquiries related to ongoing administrative claim opt on/opt out	Call Center / Credit Inquiry	1.30
10/31/19	SZ	SA	Review and analyze incoming ballots form	Ballots	0.40
Total Hours					217.90

Expense Detail

<u>Description</u>	<u>Units</u>	<u>Rate</u>	<u>Amount</u>
After Hours Transportation			\$282.51
Overtime Meals			\$34.37
Total Expenses			\$316.88

**Summary of Expenses Incurred by Prime Clerk
Employee During the Interim Fee Period**

Employee Name	Date	Expense Type	Amount
Weiner, Shira	6/20/2019	Telephonic Hearing	\$72.00
Kesler, Stanislav	7/8/2019	Overtime Meals	\$20.00
Gomez, Christine	7/9/2019	After Hours Transportation	\$115.65
Reyes, Ronald	7/9/2019	Overtime Meals	\$14.91
Singh, Kevin	7/9/2019	After Hours Transportation	\$70.54
Labissiere, Pierre	7/16/2019	After Hours Transportation	\$52.46
Labissiere, Pierre	7/16/2019	Overtime Meals	\$20.00
Labissiere, Pierre	7/17/2019	After Hours Transportation	\$65.53
Kesler, Stanislav	7/18/2019	After Hours Transportation	\$76.82
Kesler, Stanislav	7/18/2019	Overtime Meals	\$20.00
Labissiere, Pierre	7/18/2019	After Hours Transportation	\$65.53
Labissiere, Pierre	7/18/2019	Overtime Meals	\$20.00
Labissiere, Pierre	7/24/2019	After Hours Transportation	\$65.53
Labissiere, Pierre	7/24/2019	Overtime Meals	\$20.00
Crowell, Messiah	7/25/2019	After Hours Transportation	\$126.78
Crowell, Messiah	7/25/2019	Overtime Meals	\$20.00
Kesler, Stanislav	7/25/2019	After Hours Transportation	\$70.00
Kesler, Stanislav	7/25/2019	Overtime Meals	\$20.00
Labissiere, Pierre	7/25/2019	After Hours Transportation	\$65.53
Labissiere, Pierre	7/26/2019	After Hours Transportation	\$65.53
Pagan, Chanel	7/28/2019	After Hours Transportation	\$62.66
Pagan, Chanel	7/28/2019	Overtime Meals	\$20.00
Kaufman, Craig	7/29/2019	Overtime Meal	\$20.00
Kesler, Stanislav	7/29/2019	After Hours Transportation	\$70.00
Kesler, Stanislav	7/29/2019	Overtime Meal	\$20.00
Labissiere, Pierre	7/29/2019	After Hours Transportation	\$89.35
Labissiere, Pierre	7/29/2019	Overtime Meal	\$20.00
Kesler, Stanislav	7/30/2019	After Hours Transportation	\$76.82
Kesler, Stanislav	7/30/2019	Overtime Meal	\$20.00
Labissiere, Pierre	7/30/2019	After Hours Transportation	\$65.53
Labissiere, Pierre	7/30/2019	Overtime Meal	\$20.00
Brown, Mark	7/31/2019	Overtime Meal	\$20.00
Depalma, Gregory R.	7/31/2019	After Hours Transportation	\$130.70
Grant, Nikeisha	7/31/2019	Overtime Meal	\$16.61
Kesler, Stanislav	7/31/2019	Overtime Meal	\$20.00
Labissiere, Pierre	7/31/2019	After Hours Transportation	\$59.28
Labissiere, Pierre	7/31/2019	Overtime Meal	\$20.00
Kesler, Stanislav	8/1/2019	After Hours Transportation	\$70.00

Kesler, Stanislav	8/1/2019	Overtime Meal	\$20.00
Labissiere, Pierre	8/1/2019	After Hours Transportation	\$48.62
Labissiere, Pierre	8/1/2019	After Hours Transportation	\$26.34
Labissiere, Pierre	8/1/2019	Overtime Meal	\$20.00
Grant, Nikeisha	8/2/2019	After Hours Transportation	\$77.52
Grant, Nikeisha	8/2/2019	Overtime Meal	\$20.00
Kesler, Stanislav	8/2/2019	After Hours Transportation	\$76.82
Kesler, Stanislav	8/2/2019	Overtime Meal	\$20.00
Labissiere, Pierre	8/2/2019	After Hours Transportation	\$31.24
Labissiere, Pierre	8/2/2019	After Hours Transportation	\$89.35
Labissiere, Pierre	8/2/2019	Overtime Meal	\$20.00
Orchowski, Alex	8/2/2019	After Hours Transportation	\$65.53
Kesler, Stanislav	8/5/2019	Overtime Meal	\$20.00
Labissiere, Pierre	8/5/2019	Overtime Meal	\$20.00
Kesler, Stanislav	8/6/2019	After Hours Transportation	\$70.00
Kesler, Stanislav	8/6/2019	After Hours Transportation	\$69.30
Labissiere, Pierre	8/6/2019	After Hours Transportation	\$89.35
Labissiere, Pierre	8/6/2019	After Hours Transportation	\$89.35
Labissiere, Pierre	8/6/2019	Overtime Meal	\$20.00
Liu, Calvin	8/6/2019	After Hours Transportation	\$76.82
Liu, Calvin	8/6/2019	Overtime Meal	\$20.00
Kesler, Stanislav	8/7/2019	Overtime Meal	\$20.00
Labissiere, Pierre	8/7/2019	After Hours Transportation	\$89.35
Depalma, Gregory R.	8/8/2019	After Hours Transportation	\$130.70
Kesler, Stanislav	8/8/2019	After Hours Transportation	\$63.02
Kesler, Stanislav	8/8/2019	Overtime Meal	\$20.00
Labissiere, Pierre	8/8/2019	After Hours Transportation	\$82.53
Labissiere, Pierre	8/8/2019	Overtime Meal	\$20.00
Johnson, Craig	8/9/2019	Overtime Meal	\$6.63
Kesler, Stanislav	8/2/2019	After Hours Transportation	\$55.86
Kesler, Stanislav	8/26/2019	After Hours Transportation	\$21.80
Kesler, Stanislav	8/29/2019	After Hours Transportation	\$76.82
Kesler, Stanislav	9/3/2019	After Hours Transportation	\$76.82
Liu, Calvin	9/3/2019	After Hours Transportation	\$76.82
Liu, Calvin	9/3/2019	Overtime Meal	\$20.00
Kesler, Stanislav	9/5/2019	Overtime Meal	\$20.00
Kesler, Stanislav	9/5/2019	After Hours Transportation	\$76.82
Liu, Calvin	9/6/2019	Overtime Meal	\$20.00
Brown, Mark	9/9/2019	Overtime Meal	\$20.00
Kesler, Stanislav	9/9/2019	Overtime Meal	\$20.00
Kesler, Stanislav	9/9/2019	After Hours Transportation	\$76.82
Liu, Calvin	9/9/2019	After Hours Transportation	\$70.00
Liu, Calvin	9/9/2019	Overtime Meal	\$20.00

Brown, Mark	9/10/2019	Overtime Meal	\$20.00
Kesler, Stanislav	9/10/2019	Overtime Meal	\$20.00
Liu, Calvin	9/10/2019	Overtime Meal	\$20.00
Liu, Calvin	9/11/2019	After Hours Transportation	\$70.00
Liu, Calvin	9/11/2019	Overtime Meal	\$20.00
Orchowski, Alex	9/11/2019	After Hours Transportation	\$79.32
Orchowski, Alex	9/11/2019	Overtime Meal	\$20.00
Johnson, Craig	9/12/2019	After Hours Transportation	\$156.45
Liu, Calvin	9/12/2019	Overtime Meal	\$20.00
Orchowski, Alex	9/12/2019	Overtime Meal	\$20.00
Liu, Calvin	9/13/2019	After Hours Transportation	\$76.82
Johnson, Craig	9/11/2019	Overtime Meal	\$16.37
Kesler, Stanislav	9/11/2019	After Hours Transportation	\$56.51
Johnson, Craig	9/12/2019	Overtime Meal	\$18.00
Kesler, Stanislav	9/13/2019	After Hours Transportation	\$69.55
Johnson, Craig	10/2/2019	After Hours Transportation	\$156.45
TOTAL			\$4,801.46